

Campden BRI
Station Road
Chipping Campden
Gloucestershire GL55 6LD
(Company number 00510618)

To all Fee-Paying Members

6 September 2024

Notice of 2024 Annual General Meeting

Further to my short email of today's date notifying you of the availability of important information on our website, I am writing to you with Notice of the 2024 Annual General Meeting (AGM) of our Fee-Paying Members (Members).

The AGM will be held online at 11.00am on 23 September 2024. [Visit the AGM web page to join the meeting.](#)

The formal Notice is set out in the Appendix at the end of this document and a [form of proxy is also available for your use on our website.](#)

A link to the form of proxy is also available in the section headed "**Action to be taken**" below.

The AGM will ask you to consider and, if thought fit, to approve two Resolutions which in each case must be passed by a simple majority of members who vote whether online on the day or in advance by proxy.

The Resolutions will seek your approval to:

- our [Annual Report and Consolidated Financial Statements](#) for the year ended 31 December 2023, a copy of which can also be accessed on our website at www.campdenbri.co.uk/campdenbri/agm.php
- the reappointment as a non-executive director of Mr Alec Kyriakides who retires by rotation pursuant to our [Articles of Association \(Articles\)](#) and who being eligible to do so offers himself for re-election to the Board.

If Members approve the AGM Resolutions, they will then be approved by the Guarantor Members (who are also the Directors) at the Guarantor AGM to be held on the same day as your AGM, as required by our [Articles](#).

Given the formal nature of the AGM we have decided once again to hold it online. Details of how to submit proxies and of how to join the meeting are set out below.

Commentary

In 2023, the number of project and analytical briefs increased, leading to over £2m in increased revenues. It is also clear that there is a requirement to increase investments in effectiveness and efficiency to continue to provide the quality of services expected of us now and into the future. This programme has begun, and it is our aim to accelerate it in the coming year. 2023 has provided a platform to do that.

Action to be taken

To vote on the AGM Resolutions, please [complete an online form of proxy](#) and return it electronically in accordance with the accompanying instructions as soon as possible and, in any event, by 11.00am on 21 September 2024. The online form of proxy can also be accessed on our website at www.campdenbri.co.uk/membersonly/agm-proxy-form.php

Please note that completion of an online form of proxy will not prevent you from attending and voting at the online AGM, in which case any form of proxy already submitted would be invalid.

The AGM online meeting link will appear on the website five minutes before the AGM start time. [Visit the AGM web page to join the meeting](#). You will be required to sign in to our website to join the AGM.

If any Member has any questions on the resolutions or otherwise on the business of the AGM, please email and send them to us at: agmquestions@campdenbri.co.uk as soon as possible and in any case by the proxy deadline of 11:00am on 21 September 2024. We will address your questions at the AGM.

Recommendation

Your Board considers the AGM Resolutions to be in the best interests of the Company and all Members. We unanimously recommend Members to vote **FOR** the AGM Resolutions.

Yours faithfully,

Sebastian Munden
Chair
Campden BRI

APPENDIX – Notice of Annual General Meeting (AGM)

CAMPDEN BRI (Company)

NOTICE IS HEREBY GIVEN that the 2024 AGM of Fee-Paying Members (Members) of the Company will be held online on 23 September 2024 at 11.00am to consider and if thought fit, to pass the following Resolutions, which shall require the approval of a simple majority of those Members who vote in person or by proxy.

In accordance with Article 10.12 of the Company's [Articles of Association](#), the approval of "Fee Paying Members" (as defined in the Articles) is sought for the following matters:

1. To approve the Company's [Annual Report and Consolidated Financial Statements](#) for the year ended 31 December 2023 and
2. To approve the reappointment of Mr Alec Kyriakides as a Non-Executive Director who retires by rotation pursuant to Article 12 of the Company's [Articles of Association](#) and who, being eligible, offers himself for re-election.

BY ORDER OF THE CAMPDEN BRI BOARD OF DIRECTORS

C Ikpeme
Secretary
Campden BRI

6 September 2024

NOTES TO THE NOTICE OF ANNUAL GENERAL MEETING (AGM) AND PROXY FORM

1. APPOINTMENT OF PROXIES

You are entitled to appoint the Chair as your proxy to exercise your right to vote at the AGM.

To direct the Chair how to vote on the Resolutions put before the AGM please complete the online proxy form as appropriate.

2. SUBMISSION OF ONLINE PROXY FORM

[Proxies may only be submitted electronically on our website](#) and must be received by Campden BRI no later than **11:00am on 21 September 2024**.

3. CHANGE AND TERMINATION

The appointment of the Chair as your proxy will not prevent a Member from attending the AGM online, in which case any form of proxy already submitted would be invalid.

Only one form of proxy may be completed by a Member. If more than one form of proxy is received from a Member the Company shall give effect to the last one received before the deadline for submission.