

Company Number 04947540

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY GUARANTEE
NOTICE OF ANNUAL GENERAL MEETING

of

BRITISH ASSOCIATION FOR SPORT AND LAW LIMITED

(the "Company")

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting (**Meeting**) of the British Association for Sport and Law Limited (**Company**) will be held via video conference on 21 December 2020 at 16:30 accessible as follows:

Zoom Meeting:

<https://us02web.zoom.us/j/86581260860?pwd=SnhEM1JLU0MxcnJSNWZ1TIQ1cnRUZz09>

Meeting ID: 865 8126 0860, Passcode: 917876.

The purpose of the meeting is to consider and, if thought fit, pass a resolution in the form below in order to amend the Company's Articles of Association to remove provisions requiring directors to resign by rotation (unless the board resolves otherwise) and to call an AGM every year for that purpose.

RESOLUTION

To consider and, if thought fit, pass the following resolution which will be proposed as a special resolution:

- 1 That, with effect from the end of the general meeting on 21 December 2020, the draft Articles of Association attached to the Notice of Annual General Meeting and produced to the meeting shall be adopted as the new Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association.

Dated: 2 December 2020

BY ORDER OF THE BOARD

Registered Office: c/o Charles Russell Speechlys, 5 Fleet Place, London EC4M 7RD

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Jody MacDonald

Company Secretary

NOTES TO THE NOTICE OF ANNUAL GENERAL MEETING

Appointment of proxies

- 1 As a member of the company, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the meeting and you should have received a proxy form with this notice of meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.
- 2 A proxy does not need to be a member of the Company but must attend the Meeting to represent you. Details of how to appoint the Chairman of the Meeting or another person as your proxy using the proxy form are set out in the notes to the proxy form. If you wish your proxy to speak on your behalf at the Meeting you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them.
- 3 You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share.
- 4 If you do not give your proxy an indication of how to vote on any resolution, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the Meeting.

Appointment of proxy

- 5 The notes to the proxy form explain how to direct your proxy how to vote on each resolution or withhold their vote.

To appoint a proxy using the proxy form, the form must be:

- completed and signed; and
- sent by email to the Company Secretary at jody.macdonald@crsblaw.com.

In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.

Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

Changing proxy instructions

- 6 To change your proxy instructions simply submit a new proxy appointment using the method set out above. Note that the cut-off time for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.

Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact the company secretary at the registered office of the Company for a replacement form.

If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

Termination of proxy appointments

- 7 In order to revoke a proxy instruction you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Company Secretary via email at jody.macdonald@crsblaw.com. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.

If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid.

Appointment of a proxy does not preclude you from attending the Meeting and voting in person. If you have appointed a proxy and attend the Meeting in person, your proxy appointment will automatically be terminated.

Communication

- 8 Except as provided above, members who have general queries about the Meeting should contact Jody MacDonald at jody.macdonald@crsblaw.com (no other methods of communication will be accepted).

BRITISH ASSOCIATION FOR SPORT AND LAW LIMITED

Company number: 04947540

FORM OF PROXY

for the Annual General Meeting of British Association for Sport and Law Limited (the Company) to be held on 21 December 2020

Please insert the member(s) full name(s) and address(es) BLOCK CAPITALS

I/We

of

being a member/members of the Company hereby appoint the Chairman of the Meeting* or failing her as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at 16:30 on 21 December 2020 via video conference and at any adjournment thereof.

* If you wish to appoint your own proxy, delete the words “the Chairman of the Meeting” and insert in BLOCK LETTERS the name of your proxy in the space provided.

Please indicate with an “X” in the space below how you wish your votes to be cast. If you do not specify how you wish your votes to be cast then you will be deemed to have authorised your proxy to vote or abstain from voting as he/she thinks fit.

SPECIAL RESOLUTION	FOR	AGAINST	VOTE WITHHELD
1. That, with effect from the end of the general meeting on 21 December 2020, the draft Articles of Association attached to the Notice of Annual General Meeting and produced to the meeting shall be adopted as the new Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association.			

Date..... Signature

Please mark this box if you are appointing more than one proxy (*Note 4*)

NOTES

- 1 As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
- 2 Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
- 3 A proxy does not need to be a member of the Company but must attend the meeting to represent you. To appoint as your proxy a person other than the Chairman of the meeting, insert their full name in the box. If you sign and return this proxy form with no name inserted in the box, the Chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give them the relevant instructions directly.
- 4 You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, you may contact the Company Secretary.
- 5 To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. To abstain from voting on a resolution, select the relevant "Vote Withheld" box. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
- 6 To appoint a proxy using this form, the form must be:
 - (a) completed and signed;
 - (b) sent via email to the Company Secretary at the following address jody.macdonald@crsblaw.com; and
 - (c) received by the Company Secretary no later than 18 December 2020.
- 7 In the case of a member which is a company, this proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
- 8 Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

- 9 In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).
- 10 If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
- 11 For details of how to change your proxy instructions or revoke your proxy appointment see the notes to the notice of meeting.