

NOTICE

Notice is hereby given that the Annual General Meeting of the Army and Navy Club Limited (the "Club") will take place on Wednesday, 2nd July 2025 at 1130 hours to consider the business set out below.

The Financial Statements for the year ended 31 December 2024 are available to members on the Club website by **clicking here**. A summary of the Accounts 2024 is **here**.

If there are questions on AGM matters, it will be helpful if they could be sent to the Company Secretary by sending an email to laurence.denton@armynavyclub.co.uk by **Wednesday 25 June 2025**.

The Agenda for the AGM will be as follows:

1. Opening Remarks/Welcome/Apologies (Chairman)
2. Approval of Minutes of previous AGM on 3rd July 2024. **Click here to view.**
3. Matters arising from the previous Minutes
4. Election of Directors
In the light of the three vacancies for membership of the Board, and to satisfy the 60% Full Military / 40% Full Members split in accordance to Article 8.2, a minimum of two new Full Military Directors and one Full (civilian) Director must be elected. Full details of the candidates can be **found here**.

- Captain David Gibbs
- Mr Alan Haig
- Captain Mike Hawthorne (Rtd) OBE
- Mr Andrew Johnson-Askew
- Lieutenant Commander Bryce O'Hara RAN

5. Chairman's Annual Report to include inputs from:

- The Chairman
- The Chairman of the Finance and Audit Committee
- The Chairman of the Membership Committee
- The Chief Executive Officer
- Q&A on any relevant matters

6. Resolution for Re-appointment of the Auditors

"That Moore Kingston Smith LLP be reappointed as Club Auditors for a further 12 months."

7. Resolution to be put to the AGM as Ordinary Resolution:

"That the appointment of Rear-Admiral Jon Westbrook CBE as Club Trustee be continued for a further period until the AGM in 2026."

8. Any other business competent for an AGM



By Order of the Board
Colonel Neil Johnson OBE TD* DL
Chairman

Dated: 1 June 2025

NOTES:

1. Rights to appoint a proxy

- (a) Eligible Members being Full Military Members or Full Members of the Club or otherwise entitled to vote are entitled to appoint a proxy to exercise their rights to participate at the Annual General Meeting for 2024 and at any adjournment.
- (b) The Chairman of the Club or another Full Military Member or Full Member of the Club may be appointed as proxy.
- (c) Members who are eligible to vote will be given access to the proxy form, if they vote electronically through the link they will receive from CIVICA or they will have received it in the pack posted to them. If you have not access to the Proxy Form and believe you should, please contact Mrs Laurence Denton at the Club on 020 7827 8081 or email agm-votes@armynavyclub.co.uk.

2. Return of Proxies

Once you have cast your voting decisions, please click on the Submit button on the CIVICA portal. Or, if you have received the Proxy Form by post, you may return it by e-mail to nominations@cesvotes.com or by post to Civica Election Services, 33 Clarendon Road, London N8 0NW **by 1 July 2025** even if you plan to attend.

If you have received the postal pack, please register your attendance at the AGM and whether you will stay for the light lunch afterwards by emailing events@therag.co.uk or if you are voting online, please follow the instructions after logging-in to CIVICA's secure site to register your attendance.

3. Election of Directors

Eligible members are entitled to up to 3 votes which must be for separate candidates, with no more than 1 vote for each candidate.

Proposers and Seconders are free to vote for their candidate as well.
