

## Regen SW

### Notice of Annual General Meeting

**Notice** is given that the **annual general meeting** (the "**AGM**") of Regen SW (the "**Company**") will be held as a webinar at 10:00 am on 9 September 2020 for the following purposes:

#### Special business

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

1. That the first sentence of Article 3.2 of the Company's Articles of Association be deleted and replaced by the following:

"The Directors shall consist of at least five and not more than ten persons who being individuals are over the age of 18, all of whom must support the Objects".

#### Ordinary business

To consider and, if thought fit, pass the following resolutions which will be proposed as ordinary resolutions:

2. To note that the following directors will retire under article 3.4 of the Company's articles of association and to reappoint them as directors of the Company:
  - a) Michael Huntingford; and
  - b) Alan John
3. To appoint the following people as directors of the Company:
  - a) Philippa Eddie and
  - b) (subject to resolution 1 having been passed) Kayte O'Neil.
4. To receive the annual report on the company's activities.
5. To receive the accounts for the year ended 31 December 2019 together with the directors' report and auditors' report on those accounts.
6. To appoint Simpkins Edwards as auditors of the Company to hold office until the conclusion of the next general meeting at which accounts are laid before the Company and to authorise the directors to determine their remuneration.

*Dated: 11th August 2020*

*Registered office:  
1 Bradninch Court  
Castle Street  
Exeter  
EX4 3PL*

*By order of the board*

*Michael Huntingford  
chair*

## NOTES AND COVID-19 AGM ARRANGEMENTS

1) In the interests of the health and safety of our members and taking into account the UK Government's measures around COVID-19, this year's Annual General Meeting (AGM) is to be held as a webinar.

2) Members and their proxies will only be able to attend the meeting by registering in advance, connecting to and attending that webinar using the following link:

[https://zoom.us/webinar/register/WN\\_T-qk\\_LOXSly3jRWca8xkoQ](https://zoom.us/webinar/register/WN_T-qk_LOXSly3jRWca8xkoQ)

We will be hosting the AGM on Zoom, you'll have the opportunity to vote using the electronic raise your hand tool and be able to ask questions in the Q&A function; the chat function can be used for general welcomes and chat. A brief will be provided at the beginning of the webinar and you can ask for help in the chat function.

3) A member entitled to attend, speak and vote at the AGM is entitled to appoint a proxy to attend, speak and vote in his/her place. A proxy need not be a member of the Company but must attend the AGM in order to represent you.

4) Members wishing to attend and vote by proxy are requested to submit their votes, in respect of the business to be discussed, via proxy (electronically or by post in advance, as set out in this Notice of AGM) as early as possible.

5) A form of proxy is enclosed. The notes to the form of proxy include instructions on how to appoint the Chairman of the AGM or another person to be proxy. To be valid, the form must reach the Company's registered office by 10:00 am on 9 September 2020.

6) Members who wish to communicate with the Company by electronic means in connection with the matters set out in this notice of AGM, including returning the duly signed and completed form of proxy by electronic means, may do so by contacting the Company at [pscott@regen.co.uk](mailto:pスコット@regen.co.uk) on or before 10:00 am on 9 September 2020. Unless you are otherwise notified by the Company, this address may not be used for any other purpose.

7) If a member has exercised the right, pursuant to the Company's articles of association and Section 145, Companies Act 2006, to nominate another person to exercise the right to attend, speak or vote at the meeting or appoint a proxy for the meeting, then that nominee shall have those rights to the exclusion of the member.