**Annual General Meeting,** **Thursday 27th June 2024**

**Proxy Voting Form**

Before completing this form, please read the explanatory notes below. Please note that only one form is required per member.

*We, being a Member Body of the Science Council appoint the Chair of the meeting or (see note 1)*

*as our proxy to attend, speak and vote on our behalf at the Annual General Meeting of the Science Council to be held on Thursday 27th June 2024**at 11.00am and at any adjournment of the meeting.*

*We direct our proxy to vote on the following resolution as we have indicated by marking the appropriate box with an 'X'. If no indication is given, our proxy will vote or abstain from voting at their discretion and we authorise our proxy to vote or abstain from voting as they think fit in relation to any other matter which is properly put before the meeting.*

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| --- | --- | --- | --- |
| **RESOLUTIONS** | **For** | **Against** | **Abstain** |
| 1. To receive and consider the Annual Report and Accounts for the year ended 31st December 2023.
 |  |  |  |
| 1. To approve the reappointment of the Auditors for financial year of 2024.
 |  |  |  |
| 1. To authorise the Board of Trustees to agree the remuneration of the Auditors.
 |  |  |  |
|  |  |  |  |
| **Signature** | **Date** |
| **Name (Print)** |  |
| **Position (Print)** |
| **Member Body** |

**NOTES TO THE ANNUAL GENERAL MEETING PROXY FORM**

**1 Appointment of proxies**

As the nominated representative of a Member Body of the Science Council, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the Meeting and at any adjournment of the Meeting.

A proxy does not need to be an employee or member of your organisation but must attend the Meeting to represent your organisation. Details of how to appoint the Chair of the Meeting or another person as your proxy using the proxy form are set out below.

To appoint as your proxy a person other than the Chair of the meeting, insert their full name and contact details in the box. If you sign and return this proxy form with no name inserted in the box, the Chair of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chair, 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 Chair and give them the relevant instructions directly.

To direct your proxy how to vote on the resolutions, mark the appropriate box with an 'X'. If no voting indication is given, your proxy will be entitled to vote or abstain from voting at their discretion. Your proxy will vote (or abstain from voting) as they think fit in relation to any other matter which is put before the meeting.

**2 Appointment of proxy using hard copy proxy form**

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

* completed and signed;
* sent or delivered to the following: Oliver O’Hanlon, Science Council c/o Fora Space, 71 Central Street, London, EC1V 8AB;
* received by the Science Council no later than **5pm on Friday 21st June.**

**The proxy form must be signed on its behalf by the *appointed Nominated Representative* of the Member Body**.

**3 Appointment of proxy using electronic copy of proxy form**

As an alternative to completing the hard-copy proxy form, you can appoint a proxy electronically by sending the completed form to governance@sciencecouncil.org. The proxy form must be sent from the email address of *appointed Nominated Representative* of the Member Body. Please title the email *Science Council Annual General Meeting 2024: Proxy Form Submission*.

For an electronic proxy appointment to be valid, the Science Council must receive your proxy appointment no later than **5pm on Friday 21st June.**

**4 Changing proxy instructions**

To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also applies 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 Chair of the Board (governance@sciencecouncil.org). Please title the email *Science Council Annual General Meeting 2024: New Proxy Form Submission.* 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.

**5 Termination of proxy appointments**

To revoke a proxy instruction, you will need to inform the Science Council using one of the following methods:

* By sending a hard copy notice signed by the Nominated Representative of the Member Body clearly stating your intention to revoke your proxy appointment to the following: Oliver O’Hanlon, Science Council c/o Fora Space, 71 Central Street, London, EC1V 8AB;
* Or by sending the signed form clearly stating your intention to revoke your proxy appointment by email to the Chair of the Board (governance@sciencecouncil.org) sent from the email address of the Nominated Representative of the Member Body. Please title the email *Science Council Annual General Meeting 2024: Proxy Form Termination.*

In either case, the Science Council must receive the revocation notice no later than **5pm on Friday 21st June.** If you attempt to revoke your proxy appointment but the revocation is received after the time specified, then your proxy appointment will remain valid. The Science Council cannot accept responsibility for failed transmissions that are outside of its control. Appointment of a proxy does not preclude you from attending the Meeting and voting. If you have appointed a proxy and attend the Meeting, your proxy appointment will automatically be terminated.

**6 Communication**

All proxy votes received will be acknowledged as being received. Except as provided above, Member Bodies that have general queries about the Meeting should contact Oliver O’Hanlon at Science Council c/o Fora Space, 71 Central Street, London, EC1V 8AB or by email on o.ohanlon@sciencecouncil.org.