

# Notice of Annual General Meeting

**NOTICE IS HEREBY GIVEN** that the 34th Annual General Meeting of the Veterinary Defence Society Limited will be held at its Registered Office, 4 Haig Court, Parkgate Industrial Estate, Knutsford, Cheshire WA16 8XZ on 28 July 2021 commencing at 2.15pm for the purpose of considering, and if thought fit, passing the following resolutions of which resolutions 1, 3, 4, 5 and 7 shall be ORDINARY RESOLUTIONS and 2 and 6 shall be SPECIAL RESOLUTIONS.

- 1. THAT** the Annual Report and Financial Statements for the year ended 31 December 2020 be received
- 2. THAT** notwithstanding the provisions of the Society's Articles of Association, David Black, BVM&S DVetMed DBR FRCVS, who is due to retire having served more than nine years as a Non-Executive Director, be re-elected as a Non-Executive Director for a period of 12 months with effect from 28 July 2021 until the conclusion of the Society's Annual General Meeting 2022
- 3. THAT** Richard Clapham, who was appointed since the last AGM be elected to office as a Non-Executive Director
- 4. THAT** Gudrun Ravetz, BVSc, GDL, Cert Mgmt, MRCVS who was appointed since the last AGM be elected to office as a Non-Executive Director
- 5. THAT** Andrew Davies, BVet Med CertCHP FRCVS who was appointed since the last AGM be elected to office as a Non-Executive Director
- 6. THAT** the Articles of Association of the Society produced to the meeting and signed by the Chair of the meeting for the purpose of identification (copies of which are available at the registered office of the Society and at [www.thevds.co.uk/agm-2021](http://www.thevds.co.uk/agm-2021)) be adopted as the Articles of Association of the Society in substitution for and to the exclusion of its existing Articles of Association (see Explanatory Note)
- 7. THAT** PricewaterhouseCoopers LLP be appointed as external auditors of the Society to hold office from the conclusion of this meeting until the conclusion of the next General Meeting at which accounts are laid before the Society, and that the Board be authorised to set the remuneration of the auditors.

**26 May 2021**

**By order of the Board**

**C M Gannon**

**General Counsel and Company Secretary**

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## Notes

- The quorum for the transaction of business at the meeting is eight members present in person or by proxy and entitled to vote.
- Due to the COVID-19 outbreak, members who wish to vote by proxy must appoint the Chair of the Meeting as their proxy. A Form of Proxy is included with this Notice of AGM. Members may not attend in person.
- Forms of Proxy may also be obtained from the Company Secretary at the Society's Registered Office. To be valid, a Form of Proxy must be sent to [agm2021@thevds.co.uk](mailto:agm2021@thevds.co.uk) or deposited at the Registered Office not less than 48 hours before the time for holding the meeting, in accordance with the instructions on the Form of Proxy.

## EXPLANATORY NOTE:

### Resolution 6: Adoption of new Articles of Association

The Articles of Association were revised in 2020 to enable the Society to communicate with the members electronically, for example, via its website and/or (subject to complying with the provisions of the Companies Act 2006) by email or other electronic means. A small number of consequential amendments have been identified and rectified.