

ITOPF Limited
(A Company Limited by Guarantee)

Annual General Meeting

The Annual General Meeting of ITOPF Limited will be held at the offices of ITOPF Limited, 1 Oliver's Yard, 55 City Road, London, EC1Y 1DT on 2nd December 2020 at 10:00am for the following purposes:

- To receive the Accounts of the Company for the financial year ended 20 February, 2020, and Reports of the Directors and of the Auditors.
- To appoint Directors.
- To reappoint the Auditors and authorise the Directors to fix the Auditor's remuneration.
- As other business to consider and if thought to pass the following resolution which will be prepared as a special resolution:

Resolution

THAT the Articles of Association of the Company be amended by redesignating Article 58 as 58(1) and inserting the following new Article 58(2) –

'(2) In circumstances determined by the Chairman to be exceptional, Meetings of the Directors may be held by telephone or audio-visual link provided that all participants in such Meetings are able to hear each other and to exercise their rights to speak and vote effectively. In determining for the purposes of this Article whether or not circumstances are exceptional the Chairman shall have regard to the success of the Company, its sound governance and the desirability where reasonably possible of attendance in person at Meetings of the Directors.

By Order of the Board
Peter G Michelmores OBE
Secretary
30 September, 2020

Registered Office:
1 Oliver's Yard
55 City Road
London EC1Y 1DT
Registered in England No. 944863

Notes:

- A corporation which is a Member of the Company may by resolution of its Directors or other governing body authorise such person as it thinks fit to act as the representative of such corporation at the Meeting.
- Given the current restrictions concerning Covid-19, members are actively encouraged to consider whether attendance at the meeting is necessary. A Member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and, on a poll, vote instead of him. A proxy must be a duly authorised representative of a Member.
- This updated Notice of Annual General Meeting supersedes and replaces the Notice of Annual General Meeting dated 17th June 2020 previously circulated to members.