

How to set up your proxy vote.

For both the AGM (26 January) and EGM (4 February), you can select a proxy to vote for you. If you can't get to either meeting, this is the best way to ensure your vote is recorded. You have to record your proxy separately for each meeting.

Note the deadlines for each meeting – if you miss these, your vote will NOT be recorded.

It is safest to appoint the Chairman as your proxy as they are guaranteed to be at the meeting. Life can sometimes get in the way and if your chosen nominee cannot get to the meeting, your vote will not be cast.

For both meetings choose the option “*Appoint the Chairman (your nominee) as your proxy with your instructions*”. The Chair/nominee is legally obliged to vote as you ask. If you choose the other option, then the Chair/nominee will vote as they want to, which may not reflect your opinion.

AGM proxy

Go to <https://www.ipse.co.uk/our/about-us/agm2019.html>

The deadline is 10.00am on Thursday 24 January 2019.

Scroll down past the introductory text.

To appoint the Chairman as your proxy

Appoint the Chairman as your proxy

Appoint the Chairman as your proxy with your instructions

To appoint your own nominee as your proxy

Appoint your nominee as your proxy

Appoint your nominee as your proxy with your instructions

Click on ‘Appoint the Chairman as your proxy with your instructions’. Remember, the chair is legally obliged to vote according to your instructions.

You will be prompted to log in with your IPSE account credentials (if you are not already logged in).

The ordinary resolutions will be presented for you to select FOR/AGAINST each item:

Ordinary Resolutions (require a majority of more than 50% of those who vote)

To accept and approve the Report of the Board of Directors for the financial year ended 31st May 2018 *

For

Against



To accept and approve the Accounts as submitted by the Board of Directors for the financial year ended 31st May 2018 *

For

Against



To appoint Menzies LLP as Auditors of the Company for the financial year ended 31st May 2019 *

For

Against

Underneath these, is the Special Resolution. Again, select FOR or AGAINST.

Special Resolution (requires a majority of more than 75% of those who vote)

THAT, pursuant to section 21(1) of the Companies Act 2006, the Articles of Association produced to the meeting, and for the purpose of identification signed by the Chairman, be approved and adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association of the Company. *

For

Against



I understand and accept that the Chairman, having my proxy, will vote as I have directed and indicated above.

If you would like to ask a question of the audit and risk or nominations committees, enter it into the appropriate box.

Table a question for the Chair of the Audit & Risk Committee



Table a question for the Chair of the Nominations Committee



When you're finished, click the button, and you're done!



You can change your nominated proxy and your responses to the questions. The last response received by 10.00am on Thursday 24 January 2019 will be the one used on your behalf.

If you are subsequently able to attend the meeting, your proxy will be cancelled and you will be invited to vote on the day in person.

EGM proxy

Go to <https://www.ipse.co.uk/our/about-us/egm2019.html>

The deadline is 9.00am on Thursday 31 January 2019.

Scroll down past the introductory text.

To appoint the Chair of this meeting as your proxy

Appoint the meeting Chair as your proxy

Appoint the meeting Chair as your proxy with your instructions

To appoint your own nominee as your proxy

Appoint your nominee as your proxy

Appoint your nominee as your proxy with your instructions

Click on 'Appoint the Chairman as your proxy with your instructions'. Remember, the chair is legally obliged to vote according to your instructions.

You will be prompted to log in with your IPSE account credentials (if you are not already logged in).

The ordinary resolution will be presented for you to select FOR/AGAINST each item:

Ordinary Resolutions (require a majority of more than 50% of those who vote)

That Ms Caroline Morgan be removed from office as director of IPSE with immediate effect *

For

Against

I understand and accept that the Chair of this meeting, having my proxy, will vote as I have directed and indicated above.

When you're finished, click the button, and you're done!

Submit your proxy

You can change your nominated proxy and your responses to the questions. The last response received by 9.00am on Thursday 31 January 2019 will be the one used on your behalf.

If you are subsequently able to attend the meeting, your proxy will be cancelled and you will be invited to vote on the day in person.

