

ENGLISH TABLE TENNIS ASSOCIATION Limited (“the Company”)

(Trading as Table Tennis England)

PROXY APPOINTMENT FORM – EXPLANATORY NOTES

Company Members should have separately received formal notice of the Company’s Annual General Meeting (“AGM”) which is being held as a hybrid meeting with members able to join via Zoom or by attending physically at Cranfield University on Saturday 8 July 2023 at 1.30pm. The notice contains details of the business and format of the meeting.

Where the resolution is non-substantive, voting will be by ‘show of hands’ for those attending the meeting and for those attending virtually on Zoom there will be an electronic ‘show of hands’ in which each company member or their proxy has one vote and this will be logged by using the polling function on Zoom, which has a tallying system to register the votes.

If, using the ‘show of hands’ method, there is less than 90% supporting the resolution then we will undertake an official weighted vote (Poll Vote). For this we will be carrying out weighted votes (Poll Votes) using the Mi-Voice weighted voting system. For that if you are attending electronically you will need both Zoom and Mi-Voice open on your device (PC, laptop, tablet or smart phone) or it can be easier to use two different devices, with Zoom on one and Mi-Voice on the other.

If you are physically attending the AGM, you will still need a device to be able to vote on Mi-Voice as it is not possible to vote physically at the AGM.

Alternatively you may vote at the AGM by proxy. To do this you must appoint a proxy using the separate Proxy Appointment Form and following the instructions below.

If you are not also a member of Table Tennis England for the current 2022/23 season (as a Supporter, Club Play, Compete or Compete Plus member) then your vote will fail.

Your vote will also fail if the Electoral Register does not show your name as a Director, County Representative or League Representative Company Member or shows no vote units for your league or county.

Discrepancies in the Electoral Register needed to be reported before 12 June 2023 to ensure that they could be put right in time for voting at this AGM. This could be that a change in Company Member had not been notified or that a league had failed to complete their annual return in March 2023 meaning that no vote units can be allocated to that league. However if there is a problem please report this to the HelpDesk on help@tabletennisengland.co.uk and to the Returning Officer on election@tabletennisengland.co.uk so that action can be taken in time for future General Meetings or Member Elected Director elections.

It is important that you read the notes below before starting to complete the form.

1. Appointment of a proxy

Company members are entitled to appoint a proxy to exercise their rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes and the AGM Notice.

2. Who should I choose as my proxy?

You may appoint the “**the Chair of the Meeting**” as your proxy or alternatively another person.

Whether you appoint the Chair of the Meeting or another person, if you tell them how to vote they must, by law, vote as you have instructed.

If you know how you want to vote then it is better to appoint the Chair of the Meeting as your proxy as the arrangements between the Returning Officer, the Scrutineers and Mi-Voice ensure that votes given through proxy appointments made to the “Chair of the Meeting” are scrupulously allocated and checked.

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3. If I choose the Chair of the Meeting?

The Chair of the Meeting will always have to be present so that your vote will always count. If you specify how you want the Chair of the Meeting to vote on some or all of the resolutions, then the Returning Officer and at least one of the Scrutineers will ensure that your vote is recorded on Mi-Voice exactly as you have stated. If you do not give your voting intention or you select “Discretion” then the Chair of the Meeting can vote or abstain from voting at his or her discretion.

4. If I choose another person?

You must tell that person that they must attend the AGM (physically or electronically) to vote (or abstain from voting) at the specified time during the AGM. If they do not attend on the day your vote will be lost.

To attend your proxy must pre-register with Table Tennis England whether attending the AGM physically or electronically by 23 June 2023 – see paragraph 10.

Please bear in mind that if you appoint a person who is also acting as a proxy for other company members that it may be difficult for that person to manipulate between the various versions of Mi-Voice (one for each company member’s votes) to ensure that your instructions are carried out in the limited time frame for voting. It is especially difficult if you have specified how you want your vote to be cast rather than giving ‘Discretion’ to your proxy for all items.

If you do not give your voting intention or you select “Discretion” then the chosen proxy can vote or abstain from voting at his or her discretion.

5. Completion of the form – proxy appointment

The Board encourages you to appoint the Chair as your proxy. Alternatively you can choose another person as your proxy. If so, please cross out “the Chair of the Meeting” and insert your proxy’s name and email address on the blank lines provided. Please ensure that you have the correct email address for your proxy.

6. Completion of the form - voting

The Proxy Appointment Form allows you to instruct your proxy how to vote on each of the items to be proposed at the meeting as set out in the Notice which has been sent to you. Please place one cross (X) in the appropriate box alongside each item to indicate whether you wish your vote to be cast “For” or “Against”, or whether you wish to “Abstain from Voting”. If you “Abstain from Voting” it is not a vote in law, which means that the vote will not be counted in the calculation of votes for and against the resolution.

If no voting intention is given or you select “Discretion”, your proxy may vote or abstain from voting at his or her discretion.

Your proxy may also vote (or abstain from voting) as he or she thinks fit on any additional resolutions which may be put before the meeting.

7. I know how I want to vote but will that happen?

Whether you appoint the Chair of the Meeting or someone else, **if you tell them how to vote they must, by law, vote as you have instructed.**

However, sometimes proxies have not carried out the wishes of the company member appointing them. This has usually been by illness, mistake or accident, but to ensure that this does not happen to your votes, you are recommended to choose the Chair of the Meeting as your proxy because the Returning Officer and Scrutineers ensure that all voting instructions given to the Chair of the Meeting are scrupulously carried out.

8. Completion of the Form - signing

To appoint a proxy a copy of the Proxy Appointment Form must be completed and signed by you, but it can be a typed signature if you are returning the form from your own email address.

You may download the form, fill it in and then attach the document to your email.

Or you may print off the form, fill it in, then scan or photograph it to return it by email (or send it by post).

9. Returning the Proxy Appointment Form by email or post

You should send your email to the Company at proxy@tabletennisengland.co.uk from your own email address (if not please explain why not) and should contain your name and email address for identification purposes.

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Alternatively you could send the completed and signed hard copy by post to the Company address: Table Tennis England, Bradwell Road, Loughton Lodge, Milton Keynes, MK8 9LA.

It must be received by the Company at any time from the date on which the Proxy Appointment Form has been circulated up until 48 hours before the start of the meeting ie. by **1.30pm on Thursday 6 July 2023**.

Please do not return the Proxy Appointment Form by any other means.

Any power of attorney or any other authority under which this proxy notice is signed (or a duly certified copy of such power or authority) must be included with the proxy notice.

10. Proxy’s attendance

If you have appointed the Chair of the Meeting as your proxy, then the Chair of the Meeting will be informed of your voting intentions by the Company, along with all other proxy appointments made to the Chair of the Meeting.

If you appoint another person, you are responsible for ensuring that your proxy attends and that they have a copy of your Proxy Appointment Form so that they know your wishes.

You must advise them to pre-register for the AGM by 23 June 2023, whether they wish to attend physically at Cranfield University or to attend electronically by Zoom. Further details will follow once pre-registration closes. After that date they can only pre-register to attend electronically so that log-in details can be sent to them so that they can access the meeting online by Zoom and access Mi-Voice. They have to be present electronically or physically at the AGM meeting to be able to vote on your behalf. The proxy must attend and vote (or abstain from voting) using Mi-Voice at the specified time during the AGM.

11. Joining the Zoom AGM yourself

If you have appointed a proxy, you may still pre-register to attend the meeting electronically for all or part of it without affecting the proxy appointment.

However if you want to vote yourself, then your proxy is no longer entitled to vote for you and any proxy vote must be withdrawn. In that circumstance please ensure that you advise your proxy that you intend to vote yourself as well as notifying the Company before the start of the meeting, so that the relevant Mi-Voice code can be sent to you (see section 13 Revocation).

12. Change of instructions

If you wish to change your instructions, you can submit another form. The form received last before the latest time for the receipt of proxy appointment forms (**1.30pm on Thursday 6 July 2023**) (or, in the case of an adjourned meeting, 48 hours before the start of the adjourned meeting) will take precedence. It is your responsibility to notify the proxy of the changes.

13. Revocation

To revoke your proxy instructions, send notice to proxy@tabletennisengland.co.uk clearly stating that the instructions are revoked. The notice must be received before the start of the meeting (1.30pm on Saturday 8 July). It is your responsibility to notify the proxy that you no longer wish for that person to act as your proxy.

14. Problems and Queries

If you have any queries or problems with using the Proxy Appointment Form please contact the Returning Officer on election@tabletennisengland.co.uk as soon as possible and before the deadline of 1.30pm on Thursday 6 July 2023.