

Company number: 05164230

Charity number: 1105381

Rushmoor Healthy Living (the Charity)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is given that an annual general meeting of the Charity will be held on 15 November 2023 at 7 pm at 5 Alexandra Terrace, Alexandra Road, Aldershot, Hampshire, GU11 3HU and additionally, through the electronic facilities that are being made available via Zoom (the Virtual Meeting Platform) for the following purposes:

ORDINARY RESOLUTIONS

To consider and if thought fit, approve the following resolutions that will be proposed as ordinary resolutions :

1. To receive and adopt the annual accounts and reports for the Charity and the auditor's report on those accounts and reports for the financial year ended 31 March 2023.
2. To reappoint TTCA Ltd as auditor of the Charity to hold office from the conclusion of this meeting until the conclusion of the next general meeting of the Charity at which audited accounts are laid and to authorise the trustees to fix their remuneration.
3. To reappoint Luke O'Neil, who is retiring by rotation in accordance with the Charity's articles of association as trustee of the Charity.
4. To reappoint Joy Salaja who is retiring by rotation in accordance with the Charity's articles of association as trustee of the Charity.
5. To reappoint Michelle Bareham who is retiring by rotation in accordance with the Charity's articles of association as trustee of the Charity.

SPECIAL RESOLUTIONS

To consider and if though fit, approve the following resolutions that will be proposed as special resolutions :

6. To convert the Charity from a registered Company to a Charitable Incorporated Organisation (CIO).
7. To adopt new articles of association using the template of the Charity Commission Foundation Model constitution for a CIO.

By order of the board



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Barry McNeill, RHL Chair and Trustee

A copy of the proposed articles have been signed by the Chair and are available for inspection at 5 Alexandra Terrace, Alexandra Road, Aldershot, Hampshire, GU11 3HU in advance of, and during the meeting.

NOTES:

1. The benefits of being a CIO compared to a limited company charity include; a) Need only register with Charity Commission, b) Suitable for small to medium sized organisations which employ staff and/or enter into contracts – simpler than establishing a charitable company, c) Flexibility, for example, CIO constitution can allow for decisions at meetings to be by consensus d) Provides more choice when looking at legal structures e) Able to generate income in all the ways a charity can.

2. While it is currently anticipated that registered shareholders of shares in the Charity will be permitted to attend and vote in person at the meeting, which will be held at 5 Alexandra Terrace, Alexandra Road, Aldershot, Hampshire, GU11 3HU, it is possible that the UK government may introduce restrictions and guidance in relation to the COVID-19 pandemic which may mean that this is not possible. Therefore, shareholders are encouraged to appoint the Chair as a proxy. The Charity remains firmly committed to encouraging shareholder engagement on the business of the meeting. As such, shareholders (and any of their duly appointed proxies and/or corporate representatives) will be able to (i) attend and vote at the meeting remotely via the Virtual Meeting Platform (even if a proxy appointment is submitted in advance) and (ii) submit questions and/or objections remotely in writing via the Virtual Meeting Platform or orally by telephone. Shareholders wishing to attend the meeting in person are asked to register their intention at admin@rhl.org.uk no later than 13 November 2023 at 7pm. Any changes to the arrangements for the meeting will be communicated to shareholders before the meeting, including through Charity's website at www.rhl.org.uk

Instructions for accessing the Virtual Meeting Platform

The shareholders (and any of their duly appointed proxies and/or corporate representatives) will be able to (i) attend and vote at the meeting remotely via the Virtual Meeting Platform and (ii) submit questions and/or objections remotely in writing via the Virtual Meeting Platform.

The Virtual Meeting Platform can be accessed using a web browser, on any PC or PC equivalent or smartphone device. The web browser must be compatible with the latest browser versions of Chrome, Firefox, Edge and Safari. In order to access and engage in the business of the meeting, as detailed above, using this method, please go to Zoom from your web browser or an application, you will be asked to enter the Zoom Meeting ID which is 585 902 1416 and your PIN is Xtr@Ord. Access to the meeting via the website will be available from 7 pm on 15 November 2023, as further detailed below.

The shareholders are strongly encouraged to appoint the Chair of the meeting as their proxy. If you wish to appoint a person other than the Chair of the meeting as your proxy and for them to attend and engage in the business of the meeting remotely via the Virtual Meeting Platform on your behalf, please submit your proxy appointment in the usual way. This should be done as soon as possible and at least

48 hours (excluding any part of such 48-hour period falling on a non-working day) before the meeting.

The shareholders (and any of their duly appointed proxies and/or corporate representatives) will be permitted to submit questions and/or objections remotely in writing via the Virtual Meeting Platform or orally to the Company's trustees during the meeting.

The meeting will commence at 7 pm or as soon thereafter. The shareholders (and any of their duly appointed proxies and/or corporate representatives) will be permitted to submit questions (remotely in writing via the Virtual Meeting or orally) to the Company's trustees during the meeting.

During the meeting, you must ensure you are connected to the internet at all times in order to (i) attend and vote at the meeting remotely via the Virtual Meeting Platform and (ii) submit questions and/or objections remotely in writing via the Virtual Meeting Platform or orally. Therefore, it is your responsibility to ensure connectivity for the duration of the meeting.

3 A shareholder is entitled to appoint another person as that shareholder's proxy to exercise all or any of that shareholder's rights to attend and to speak and vote at the meeting, whether in person or remotely via the Virtual Meeting Platform. A proxy does not need to be a shareholder of the Company. Appointing a proxy will not preclude a shareholder attending and voting at the meeting, whether in person or remotely via the Virtual Meeting Platform.

4 A form of proxy is enclosed with this notice. To be effective, the instrument appointing a proxy and any authority under which it is executed (or a notarially certified copy of such authority) must be lodged with the Charity at 5 Alexandra Terrace, Alexandra Road, Aldershot, Hampshire, GU11 3HU not later than 7pm on 13 November 2023. The completed proxy form may alternatively be submitted electronically by emailing it to admin@rhl.org.uk . For an electronic proxy appointment to be valid, the appointment must be received by the Charity no later than 7pm on 13 November 2023.

5 Addresses (including electronic addresses) in this document are included strictly for the purposes specified and not for any other purpose.