



NOTICE OF ANNUAL GENERAL MEETING OF WAR ON WANT

(Company No. 629916)

NOTICE is hereby given that the Annual General Meeting ("AGM") of WAR ON WANT ("the Company") will be held online on Friday 30 April 2021 at 12.00pm.

To consider and, if thought fit, to pass the following resolutions (see notes overleaf):

ORDINARY RESOLUTIONS

(1) To receive and adopt War on Want's annual accounts for the financial year ended 31 March 2020, together with the last directors' report and auditors' report on those accounts.

(2) To reappoint Kingston Smith as auditors to hold office from the conclusion of the meeting to the conclusion of the next meeting at which the accounts are laid before War on Want, at a remuneration to be determined by the Council of Management.

SPECIAL RESOLUTION

(3) To adopt the proposed amendments to the rules in the Articles of Association to allow future meetings to be held electronically and/or at a physical location (see notes overleaf for further details).

Registration will be required at least 24hrs in advance at waronwant.org/AGM.

Registered office:
44-48 SHEPHERDESS WALK
LONDON
N1 7JP

BY ORDER OF THE BOARD

A handwritten signature in black ink, appearing to read "Norina O'Hare", is written over a light blue horizontal line.

Norina O'Hare
Chair of the Council, 1 April 2021

PLEASE SEE OVERLEAF FOR NOTES

NOTES TO THE RESOLUTIONS

Special Resolution (4)

Proposed by: Tony McMullan (Council of Management)

Seconded by: Mike Cushman (CoM)

To proceed to amend the Articles of Association of War on Want to ensure that our democratic membership inclusion is adapted to take account of the unprecedented changes that we have seen as a result of the COVID19 pandemic and to future-proof our governance arrangements (following the decision of the 2020 AGM), by allowing meetings to be held electronically and/or at a physical location.

It is proposed that the following changes be made to the Articles of Association:

1) Replace current Rule 7 as shown below:

Original text:

Proceedings at general meetings

7. No business shall be transacted at any meeting unless a quorum is present. Fifty persons entitled to vote upon the business to be transacted and present in person or by Proxy at the meeting, each being a Member or duly authorised representative of an Affiliated Organisation, shall constitute a quorum.

Proposed replacement text:

7.1 The Trustees may, in their discretion, make such arrangements as they consider appropriate to enable those attending a general meeting to exercise their rights in respect of that meeting, including, without limitation, by facilitating physical attendance in person or by proxy and/or through facilitating remote attendance of members in person or by proxy through use of electronic means.

7.2 In determining attendance at a general meeting, it is immaterial whether any two or more members attending it are in the same place as each other. In particular, references in the Articles and the Companies Acts to a person attending and being present or present in person at the general meeting, including without limitation in relation to the quorum for the meeting and rights to vote at the meeting, shall be treated as including a person attending the meeting remotely or by electronic means, unless the Articles or the Companies Acts expressly provide to the contrary.

7.3 A general meeting may be held solely as a physical meeting, as a physical meeting that is also accessible remotely by electronic means or solely as an electronic meeting to the extent permitted by law.

7.4 Where the Trustees make arrangements to facilitate attendance at general meetings by electronic or remote means:

(a) the Trustees shall ensure that the notice of the meeting includes a description of the means by which they intend to facilitate such attendance and details of the primary place (if any) where individuals are invited to physically attend the meeting (if any); and

(b) the Trustees and/or the chair of the meeting may:

(i) determine how individuals present at the meeting may submit comments and questions to the meeting;

(ii) determine how votes may be cast; and

(iii) withdraw the scope for attending the meeting by remote or electronic means, or change the means of attending remotely, in order to facilitate the effective conduct of the meeting, including without limitation in the case of security concerns or technological failure.

(c) Article 5.3 shall be subject to Articles 7.1 - 7.5.

The right of any person to attend a meeting remotely shall be subject to these arrangements.

2) Amend Rule 19 as follows:

Votes on a resolution may be given either in person or by Proxy, including without limitation by using appropriate electronic or remote means as determined by the Trustees, both on a show of hands and on a poll.

3) To add the following new definition to the interpretation section, required because of the above:

“Electronic means” and “remote means”- any electronic or remote facilities as may be approved by the Trustees from time to time that enable those attending a general meeting to attend and participate simultaneously in a general meeting of the Association without attending a physical meeting place, or to exercise their rights in respect of that meeting without attending a physical meeting place.