

COMPANY NUMBER: 05275303

MONOPOSTO RACING CLUB LIMITED

(the Club)

ANNUAL GENERAL MEETING

NOTICE is given that the annual general meeting of the Club to be held on 4 February 2017 at 2.30pm at De Vere Staverton Park, Staverton, Daventry, Northamptonshire NN11 6JT will be 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 of the Club and reports for the financial year ended 31 December 2016.
2. To elect Emma Louise Cliffe who has been appointed by the board since the last annual general meeting as director of the Club.
3. To re-appoint Russell Giles who is retiring in accordance with the Club's articles of association as director of the Club.
4. To re-appoint Anthony Charles Cotton who is retiring in accordance with the Club's articles of association as director of the Club.
5. To appoint Edward Charles Guest as the Club's Chairman.
6. To appoint Anthony Charles Cotton as the Club's Treasurer.
7. To appoint Anthony Charles Cotton as the Club's Secretary.
8. To approve payment of expenses to the directors for the coming financial year.

RECOMMENDATION

The directors unanimously believe that the proposals in resolutions 1 to 8 above are in the best interests of the members of the Club as a whole. The directors will be voting in favour of them and, subject to the below, they unanimously recommend that you do so as well. Having considered the performance of and contribution made by each of the Club's current directors standing for re-appointment, the board of directors remains satisfied that, and the Chairman confirms that, the performance of each director continues to be effective and to demonstrate commitment to the role and the best interests of the members of the Club as a whole, and as such, the board recommends their re-election.

NOTICE OF INTENTION TO NOMINATE INDIVIDUALS FOR APPOINTMENT AS A DIRECTOR OF THE CLUB

The board has received notice, pursuant to the Club's articles of association, of an intention to propose the following at the next annual general meeting of the Club which, if proposed, will be dealt with as ordinary resolutions in accordance with the Club's articles of association

The board would like to make the members aware that the Club's articles of association only allow for a maximum of 13 directors at any one time. There are currently 11 directors of the Club and should all 3 of the Ordinary resolutions listed at a, b and c below be proposed and carried at the meeting, appointing the said Kevin Otway, Daniel Fox and Steven Connor as directors of the Club, then it will **not** be possible to propose the Ordinary resolutions listed as 3 and 4 above re-appointing both of those directors retiring, Russ Giles and Tony Cotton, in accordance with the Club's articles of association.

- a. That Kevin Otway, having consented to act, be appointed as a director of the Club with effect from the end of the meeting.
- b. That Daniel Fox, having consented to act, be appointed as a director of the Club with effect from the end of the meeting.
- c. That Steven Connor, having consented to act, be appointed as a director of the Club with effect from the end of the meeting.

The **Board of Directors of the Club** do **not** believe that the appointment of Steven Connor as a director of the Club would be in the best interests of the members of the Club as a whole. The directors **cannot** unanimously recommend that you vote in favour of any resolution that may be proposed to appoint Steven Connor as a director of the Club.

By order of the board
Anthony Charles Cotton
Company Secretary

55 Yew Tree Lane,
Wergs,
Wolverhampton,
WV6 8UQ
26 January 2017

NOTES:

1. A copy of this notice can be found at www.monoposto.co.uk.
2. Only those members included in the register of members of the Club at 5.00 pm on 2 February 2017 or, if the meeting is adjourned, on the day which is two working days before the time for holding the adjourned meeting, will be entitled to attend and to vote at the AGM. Changes to entries on the members register after the relevant deadline will be disregarded in determining the rights of any person to attend or vote at the meeting.
3. Resolutions 1 to 8 are proposed as Ordinary resolutions. These resolutions will be passed if more than 50% of the votes are cast in favour of them.
4. Any resolutions proposed at the meeting as detailed at a to c above will be Ordinary resolutions and will be passed if more than 50% of the votes are cast in favour of them.
5. Ordinary resolution 2. In line with the provisions of the Club's articles of association Emma Louise Cliffe, appointed by the board of directors since the date of the last annual general meeting, will stand for election by members at the AGM. She has agreed to take on the important role of the Club's Child Protection Officer.
6. Ordinary resolutions 3 and 4. The Club's articles of association require two of the directors to retire from office each year. Each of the two named directors are retiring and seek re-appointment at the AGM. Before these resolutions are proposed to the meeting it will be necessary to offer the individual members that have given notice to the board the opportunity to propose a resolution to the meeting in accordance with Ordinary resolutions a, b and c detailed above.
7. Ordinary resolution 8. All current directors have indicated that it is their intention to donate any expenses received to the general funds of the Club. Kevin Otway, Daniel Fox and Steven Connor have not been asked whether or not they would donate any expenses received to the general funds of the Club.

8. Members attending the AGM have a right to ask questions relating to the business being dealt with at the meeting. The Club shall answer such questions unless the answer has already been given on a website in the form of an answer to a question. The Club can provide written copies of such answers upon request.
9. A member is entitled to appoint another person as that member's proxy to exercise all or any of that member's rights to attend and to speak and vote at the meeting. A proxy does not need to be a member of the Club. To be effective, the instrument appointing a proxy must be lodged with the Club at 55 Yew Tree Lane, Wergs, Wolverhampton, WV6 8UQ or tony.cotton@talk21.com not later than 5.00 pm on 2 February 2017. The Club can provide you with a form of proxy if requested.