

# THE GUIDE DOGS FOR THE BLIND ASSOCIATION

## MINUTES of the EIGHTY SIXTH ANNUAL GENERAL MEETING HELD ON TUESDAY 14 SEPTEMBER 2021

AT 1.00PM AT THE NATIONAL CENTRE, BANBURY ROAD, BISHOP'S TACHBROOK,  
LEAMINGTON SPA CV33 9QJ

<b>Members Present:</b>	Jamie D Hambro	Chairman & Member
	Sandra Bannister	Member
	Kate M Crofts	Trustee & Member
	Joan Hattersley	Member
	Peter Hattersley	Member
	Lynne V Hill	Trustee & Member
	Leslie Hummerston	Member
	Richard Hummerston	Member
	Jenny Page	Member
	Jane Sillett	Member
	Peter Sillett	Member
	Emma J West	Trustee & Member
	Brenda Wildish	Member
	Gerald Wildish	Member
<b>Attended Remotely:</b>	Tony Aston	Member
	Paul W Baker	Trustee and Member
	Sandra Bannister	Member
	Clare E Black	Trustee and Member
	Meggie Cumini	Member
	Catherine Fenwick	Member
	Alexander Gosney	Member
	Ann Hutchins	Member
	John Hilbourne	Member
	Howard Jones	Member
	David Lee	Member
	David Mitchell	Member
	Michael E Olaye	Trustee and Member
	Mary Rasmussen	Member
	Anne Skinner	Member
	Ranjit Sondhi	Trustee and Member
	Edward Varley	Member
	Michael J Wroe	Trustee and Member
<b>In Attendance:</b>	Chris Austin	Head of Property
	Phillippa T Caine	Association Secretary
	Danielle Cranston	EA to CEO (Remotely)
	Deirdre T Evans	CFO
	Emma J Foulds	Director of Marketing, Digital & Influencing
	Tim Howell	Senior Guide Dogs Mobility Instructor
	Maria E Novell	Director of Fundraising

Peter Osborne	Director of Operations (Remotely)
Gary Rabbitt	Infrastructure Manager
Joanna Reckord	Assistant Association Secretary
Sharanjit Sahi	Executive Officer (Remotely)
Kathryn L Ward	Director of People & Performance
Tom C Wright	CEO

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### **21/01 INTRODUCTION BY THE SECRETARY**

- a) Phillippa Caine (PTC) introduced herself and thanked everyone for attending the meeting, and for those Members attending virtually she thanked them for submitting their proxy voting form in advance of the meeting. She explained that if the Special Resolution to amend the Articles was passed at this meeting, we would be able to hold fully participating hybrid meetings going forward.
- b) She then went on to thank those Members who had submitted questions in advance and explained how questions would be managed at the end of the CEO's presentation. She confirmed that priority would be given to those submitted prior to the meeting and that any questions raised during the meeting would be answered if time permitted. All questions would be recorded in the minutes.
- c) She confirmed that the meeting was quorate.

### **21/02 CHAIRMAN'S WELCOME**

- a) The Chairman welcomed everyone to the Guide Dogs' 86<sup>th</sup> Annual General Meeting and thanked Members for attending, both in person and remotely.

### **21/03 APOLOGIES**

- a) Apologies had been received from Helene Alexander, Patricia Alexander, Amanda Ariss, Jacqueline Cook, Rob Deakin, Jonathan Gregory, Kim Gregory, Jane James, Mary Jobbins, Mark Johnstone, Stephen Mitchell, Mike Nassbaum, Thelma Scott, Jennelle Tilling, Polly Williams and John Wrighthouse.

### **21/04 CHAIRMAN'S REPORT**

- a) The Chairman delivered his annual report. He acknowledged the remarkable contribution and commitment of staff, volunteers, fundraisers, and supporters during a year which had been anything other than ordinary. He recognised the great deal of effort that had been made to continue to support our service users in flexible and creative ways.

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- b) He described the impact that Covid-19 had made on our ability to deliver the 'By My Side' Strategy and the immense effect of social distancing measures upon those with a visual impairment who relied upon touch and physical contact. He described how we had modified our services to help mitigate the risk of their isolation by making more than 40,000 calls to adult service users. He said that one of the few positives to come out of the pandemic was the way in which Guide Dogs had quickly adapted and risen to the huge challenge of implementing many changes in a very short period of time, changes which would normally take years to achieve.
- c) He said that we had utilised the Government's Furlough Scheme early in the pandemic, although the majority of staff were brought back as soon as it was safe to do so, and all our sites were operating in some form by the end of 2020. He was disappointed to report that the pandemic meant that we had to halt our breeding programme and, as a result, there would be a shortage of puppies for training and qualification in late 2021/early 2022.
- d) He reported that although our fundraising plans, most of which were face-to-face, were devastated by Covid-19, our remarkable fundraisers worked tirelessly to develop new and effective ways to raise money. As a result of these highly successful fundraising initiatives, as well as the incredible loyalty of our donors, we did considerably better in 2020 than we had anticipated.
- e) He reported that the Campaigns Team had rapidly adjusted to the disruption to normal life caused by the pandemic. As well as continuing to work on important ongoing campaigns such as tackling pavement safety, access all spaces and rising safety concerns about e-scooters, they also worked with partners in the sector and the Government to ensure that people who were blind or partially sighted were given priority access to supermarket online delivery slots. They introduced the 'Be There' campaign, which aimed to raise awareness of the difficulties that people with sight loss were facing during and after lockdown and encouraged sighted people to offer assistance. The campaign provided practical tips and increased awareness of the impact of physical distancing measures on the sight loss community. They also helped to produce guidance around administering vaccinations and ensuring the process was accessible for people with sight loss.
- f) He acknowledged and thanked Amanda Ariss, Michael Nassbaum and John Wrighthouse who were retiring from the Board having completed three terms in office. He said that the Board and organisation had very much appreciated their service and input over the years and had benefitted greatly from their knowledge and expertise, which they had generously shared. He also reported that Polly Shute had decided not to seek reappointment to the Board due to her work commitments. He described her as being a real asset during her period in office and he thanked her for her valuable contribution.

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- g) The Chairman concluded by saying that 2020 had been a difficult year for everybody and he felt privileged to have been part of everybody coming together at Guide Dogs. He said that the spirit shown by so many people in overcoming many barriers and challenges during the past year had created a more robust organisation which meant that we remained on track to achieve our long-term aspirations to transform many more lives of people living with a vision impairment. He expressed his heartfelt thanks, and those of all the Trustees, to everyone who had supported Guide Dogs in 2020 and helped to improve the lives of those affected by sight loss. He thanked Members for their time and wished them well.
- h) The Chairman invited the CEO to deliver his annual report.

**21/05 CEO REPORT**

- a) The CEO reiterated the Chairman's thanks to everyone for attending and delivered a PowerPoint presentation, reviewing some of the highlights of 2020, the challenges imposed by Covid-19 and its impact upon our work and the progress against our longer-term strategy. He paid tribute to 'The Way Forward Group' which comprised members of the management team who relentlessly reviewed, adjusted and learned during a very challenging period and who continued to do so as we moved forward.
- b) He said that prior to Covid-19, significant progress had been made in reducing our waiting list for a fully trained guide dog. The waiting time was less than a year with a 200 reduction in the number of people waiting for more than a year. Covid-19 restrictions meant that dog breeding and training were suspended and, as a result, there was a negative impact upon the socialisation of puppies and the success rate of training when these activities started again. This has resulted in our waiting list increasing from less than a year to 17 months and he confirmed that our overriding commitment was to reduce waiting times which was being supported by significant investment.
- c) TCW explained some of the other measures being taken such as increasing our specialist trained workforce through Project Academy, progressing Puppy Raising for Excellent Partnerships ("PREP") and Standardised Training for Excellent Partnerships ("STEP") and reducing dog training time by on average 6 weeks.
- d) He went on to outline the great advances in our use of technology, some of which were forced upon us because of Covid-19. He said that we had provided online advice and information to more than 400,000 people compared with 162,000 in 2019. The introducing of BOT (artificial intelligence) enabled people to interact with our website via telephone or computer and Guide Line and Sitecore were other important technological developments that enabled us to minimise the risk of isolation of our service users during the periods of lockdown.

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- e) TCW gave an overview of progress towards the By My Side Strategy which was launched in 2018 with the goal of reaching more people and changing more lives through dogs in service, an increase in support and skills and an increase in phone and digital support. He said that we had worked hard to expand our services including increasing the number of Buddy Dogs for children and Companion Dogs for adults. Through Tech for All we were offering iPads and iPhones to children and young people with a vision impairment to support their learning both at home and at school. He described the major refurbishment of existing sites and the acquisition of new sites as well as the roll-out of newly branded vans and high-quality uniforms for staff and volunteers which all supported our strategic plan. He said that our refreshed brand and investment in our social media and digital platforms was continuing to increase spontaneous awareness of our charity as well as our children and young people's services.
- f) He shared that Guide Dogs was celebrating its 90th anniversary this year and this would be marked by a number of planned events and activities across the organisation and as much media coverage as possible; one of the highlights was a garden at the RHS Chelsea Flower Show reflecting Guide Dogs' history and providing a sensory experience for people with sight loss.
- g) He concluded by expressing his heartfelt thanks to volunteers, staff and service users for all their support during the most challenging 18 months in Guide Dogs' history. He said that because of the remarkable commitment of staff and volunteers, Guide Dogs had been able to face the many challenges imposed by Covid-19 and to cope as well as we did. He concluded by showing a video of Nell which demonstrated how we were supporting children and young people who were visually impaired through assistive technology.

## 21/06 QUESTIONS

- a) The Chairman asked PTC to read the questions that had been submitted in advance together with the response.
- b) *Tony Aston- "What action is being taken to ensure that future guide dogs can work in high ambient temperatures?"*  
Chris Austin, Head of Property Services: Guide Dogs is a key member of the International Guide Dogs Federation, (IGDF) where we continue to discuss issues relevant to successful guide dog partnerships, including the impact of climate change on the training and working environment for our dogs. Guide dogs throughout the world work successfully in a variety of climates and we will continue to learn from our partners so that we can provide the best possible support throughout breeding, training and successful partnership. We will also continue to monitor the equipment we use, such as guide dog harnesses, so that it remains comfortable in all conditions.

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- c) *Tony Aston “What action is being taken to reduce Guide Dogs’ carbon consumption?”*  
Chris Austin, Head of Property Services: The 2020 Annual Report and Accounts provides a high-level summary of the actions taken by Guide Dogs to review and control its carbon emissions and its overall impact on the environment. The 2020 Sustainability and Carbon Strategy outlines our top five priorities for the period 2020 through to 2025; these are:
- i) **Carbon Reduction** through the implementation of carbon saving initiatives to meet a target of 60% reduction in Greenhouse Gas (GHG) emissions by 2030. We have moved to green energy supply, solar panel installation and are undertaking an electric vehicle trial.
  - ii) **Reducing business mileage** as we have identified that it accounts for over 60% of the scope 1 and 2 organisational carbon footprint. We offer virtual meeting options, where possible, to reduce business mileage.
  - iii) **Phasing out the use of single use plastic** across the organisation.
  - iv) **Becoming zero waste to landfill** through partnering with suppliers and landlords and actively working to reduce the waste we produce. Waste is used in energy production where possible.
  - v) **Sustainable procurement** by ensuring the goods and services that we purchase are ethically and environmentally sustainable.
- d) *David Mitchell: “Is there a current priority programme for replacement of current dog which has passed retirement age and performance? If so, what is the current schedule?”*  
Peter Osborne, Director of Operations: There is no retirement age for guide dogs, with each situation carefully considered, taking in to account a dog's health and ability to guide safely as required. Once dogs reach 9 years old, they will increase their visits to a vet for routine examination and guide dog partnerships will receive additional visits so we can support an individual with their orientation and mobility. While we prioritise finding the right replacement for a retiring guide dog, it is likely people will experience a gap between their dog's retirement and retraining. My Sighted Guide and Orientation and Mobility services will support people during this challenging time.
- e) *Catherine Fenwick: “Why has the dog health book been stopped?”*  
Peter Osborne, Director of Operations: We have relied on a printed dog health record book in which vets record routine and other treatment for many years. Vets extract a carbon copy, sending to Guide Dogs so we can re-enter information on to our computer systems, enabling us to maintain a full and accurate record. Vets now maintain computer records which can be easily passed to Guide Dogs, simplifying the process for vets and Guide Dogs. Some guide dog owners keep record books as a reminder of the wonderful support they receive from their dogs and, through a review of how we support partnerships, we will further address this point.

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- f) *Anne Skinner: “On behalf of puppy raisers/walkers we seem to be taking on new PRs who then take priority over established PRs waiting months for their new puppy. We are aware of the vagaries of breeding of pups is not back up to speed since lockdown.”*  
 Peter Osborne, Director of Operations: The pandemic has resulted in us breeding far fewer puppies than planned and we are now rapidly increasing our programme so more than 100 puppies are placed with our exceptional puppy raisers each month. We will increase the number of puppies at walk from 750 at present to well beyond 1000 on a sustainable basis and those puppy raisers currently waiting for their next puppy will be contacted very soon
- g) *Mary Rasmussen: “Is evaluation of the Guide Line being undertaken?”*  
 Peter Osborne, Director of Operations: We are continually reviewing Guide Line so that we can make sure it provides an exceptional point of entry for our services. An example of the improvements we are making include the introduction of an option to enable vets to get an immediate answer to urgent queries and this appears to be working well.
- h) *Alexander Gosney: “Is there a possibility for speaker refresher training especially for those like me that haven’t done a talk for 22 months, also to get the new terminology & statistics with all the new changes that have taken place?”*  
 Joanna Stevenson, Regional Community Fundraiser: Our One Voice document provides key facts and figures which our speakers may find useful; this can be found on the Resource page of our VIP [website](#) The Community Fundraising Relationship Manager is on hand for further information and support too. Any volunteer would be welcome to join a speaker training course again if they would like to do that and the team are working on a refresher style course for the future. We are also working on several workshops that will be released soon, including subjects such as Guide Dogs Organisational Overview, How to Source your Own Talks and Zoom Virtual Training. The local Community Fundraising Relationship Manager can provide more information on how to book on to these sessions.
- i) This concluded the questions that had been submitted in advance, the Chairman then took the following questions.
- j) *Jenny Pape, guide dog owner, said that the reports from the Chairman and CEO were very positive; however, her own experiences during the pandemic were not as positive. She shared four areas of dissatisfaction:*
- 1) *She had complained about lack of responses from Guide Line. She did not mind using a central telephone number but expected to be put through to the relevant department/team. She found some of the staff very inexperienced and sometimes had to inform them about certain issues.*

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Tom Wright, CEO: Guide line was launched earlier this year to offer an alternative service during the pandemic. There were initial teething problems, but we are learning and Guide Line has been evolving; for example, there is a new option allowing vets to contact Guide Dogs in emergency situations. All Guide Dogs sites were receiving a high volume of calls which took up a lot of operational time; many of the calls were generic and it was more efficient to respond to them nationally. Guide Line provides a triage service to access local expertise.

- 2) *She did not feel Guide Dogs was always working to establish effective partnerships with other organisations. She took on the role of a Trustee of Berkshire Vision to help with their collaboration with Guide Dogs who delivered level one sighted guide training to Berkshire Vision, however they had been informed that they would not receive level two sighted guide training until 2022. She was very disappointed that Guide Dogs had not been able to provide this training sooner.*

Tom Wright, CEO: Guide Dogs was committed to developing collaboration with local organisations wherever possible and he confirmed that Mark Sanderson, Deputy Director of Operations South West, was in contact with the CEO at Berkshire Vision to resolve this particular issue.

- 3) *Jenny Pape advised that guide dog owners were concerned about annual aftercare reviews being carried out remotely and question how effective these could be. Many guide dog owners were not volunteers with Guide Dogs and may have very little contact with the organisation for many years and be unable to build a trusting, lasting relationship with staff. Inevitably people develop bad habits which were unlikely to be picked up on a virtual/phone review. Her greatest concern was the welfare and safety of the dogs.*

Peter Osbourne, Director of Operations: Although the focus was currently on remote annual aftercare review, face-to-face aftercare was still an option at times. Virtual aftercare was being used to support GDMS's time but this would be reviewed again later in the year on the basis of feedback received. The annual check would not be carried out virtually every year. Many guide dog organisations do not provide the same level of aftercare that we do.

- 4) *She commented that she was trying desperately to rebuild her relationship with Guide Dogs. She used to be very active for Guide Dogs but feels remote from the organisation at the moment. She was very close to the Winnersh office which closed. Many people with sight loss feel Hillfields is very difficult to access, the road is busy and the bus infrequent.*

Tom Wright, CEO: He understood this view, however, there were 52 acres at Hillfields, and it was difficult to justify paying rent on another office so close to it. Added to which, it is helpful for the Central Office and Reading teams to be working alongside on the same site.



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k) *Brenda Wildish put forward the following questions/concerns on behalf of Members in the North West:*

- 1) *Small value coins in collections. Treasurers are finding it increasingly difficult to pay in large amounts of small value coins. Branches of banks and post offices are in larger town centres with no or limited parking nearby; it could take 1-1.5 hours to pay in large amounts of small value coins. Local banks apart from Barclays have refused to accept this coin and there has been an increase in garbled coins in collection boxes which both banks and post offices refuse to accept. The Bank of England's advice is to use Coinstar although Guide Dogs training advises against this. What advice should be given to treasurers? Joan Hattersley added that Barclays Bank is "abysmal" with very limited opening hours.*  
 Maria Novell, Director of Fundraising: A lot of branches are reporting the same issue and no other banks apart from Barclays are prepared to take the cash as deposit. It is a nationwide problem and Guide Dogs is exploring the Coinstar option.
- 2) *Blue supporter coats. The training pack for cashless (donations) training contains two blue coats for dogs with cashless (donation) symbols; assessment is needed before the dog can wear a blue coat although there is some confusion about the assessment requirements. Community Fundraisers are relying on retired or rehomed dogs as Guide Dog Owners are reluctant to go out. Assessment for the dog could potentially be an 80-mile round trip, every six months. What is the best way forward?*  
 Maria Novell, Director of Fundraising: It was recently agreed that Guide Dogs stock would not have to be certified before they could wear the blue coat, but pet dogs would have to be assessed first. Pet dogs and retired Guide Dogs stock and any dogs that have already been assessed and are coming up for renewal have had an extension to the end of this year. The new assessment process aims to make the assessment more accessible more details will be shared in the community Fundraising newsletter in October.
- 3) *Health and Safety. Concerns have been raised by guide dog owners and PRs who are waiting for an accident to happen on 2 fronts: Firstly, where a GDO is training with a new dog and could be standing in the road fumbling for a treat to give to the dog as it leaves and re-enters the pavement; a lot of treats are included in the training programme and people do not seem to understand that the frequency of treats reduces as training progresses; and secondly, where PRs, particularly first timers, are faced with a rampant 30kg dog that has not been castrated. Can the reasoning behind these changes be passed to those involved?*  
 Tom Wright, CEO: A lot of work has been done on whether it is better to neuter before or after the first season and Guide Dogs is making decisions based upon the best available knowledge and evidence. He accepted that

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a big dog could be difficult to handle; however, due to the increase in demand, puppies will be coming into training from 12 months in the future.

Tim Howell, Guide Dog Mobility Instructor: Treats during training make the dog learn more quickly and positive reinforcement is more ethical than corrective training. Treats are reduced over a period of time. Tom Wright added that Positive Reward Training was used throughout the animal world as an ethical approach to training and he confirmed that it was our intention to continue this approach at Guide Dogs.

- 4) *A lot of Guide Dogs training is being delivered remotely although some PRs do not have computers or smart phones or are wary about using them. Kalidus- the Accredited Speaker Training has stopped because it was too expensive. What will happen going forward?*

Tom Wright, CEO: Kallidus is part of the support/ training for the rollout of PREP. Most volunteers have a suitable mobile device for training. PDAs can provide printed materials to provide support for those that need it. Katherine Ward, Director of People and Performance: We had to deliver virtual training over the last 18 months and would continue to offer this in the future, some volunteers live in remote areas and this is easier for them. However, we will also restart face-to-face training, knowing that some volunteers are not comfortable with online training. Guide Dogs wanted to be able to offer everybody the best way for them to learn; digital first for most people, and face-to-face for those who preferred this and where Covid-19 restrictions allowed.

Maria Novell, Director of Fundraising: explained that training for speakers was hit by Covid-19 restrictions but there were no plans to stop this training face-to-face.

*Comment from Joan Hattersley (JH): JH added that a lot of PRs say virtual training methods are not working; they need someone there with them and the puppy.*

Tom Wright (TCW): He agreed with the feedback about remote support for PRs and puppies; only so much could be done remotely. There were restrictions in place until quite recently, but the intention is to resume puppy training in person.

- 5) *Changes in Wording. Why are long-term Trading Secretaries now known as Merchandising Coordinators, when the Trading Catalogue had been sent out with instructions to order from the Trading Volunteer? Why change the name when Trading Volunteer describes what they do? The change to Puppy Raisers and their Puppy Development Advisers made perfect sense. Therefore, why do we have Community Fundraising Groups and Volunteers, but not Community Fundraising Development advisers?*

Maria Novell, Director of Fundraising: the role title was changed from Trading secretary in 2019 following feedback from new volunteers who thought that the role was solely administrative. In terms of the latest

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catalogue and the reference to Trading Co-ordinator, customers were asked to order through their local trading volunteer on the front cover as the catalogue was often shared with the volunteer's friends, family and contacts.

- 6) *Given that Guide Dogs recruits experts where these enhance the service, why do GD not use Paediatric Occupational Therapists (POT)?*

Tom Wright, CEO: He accepted that the pool of Habilitation workers was limited and he thought this was a good suggestion. Katherine Ward, Director of People and Performance, added that habilitation courses were at post-graduate level and that we look for a broad range of skills for these courses. She said that there used to be only two Universities offering the course, Guide Dogs had recently supported a provider to gain registration to offer a trainee course, so there would be more options for this training in future.

- l) *Sandra Bannister "When I first trained, many years ago, we were taught to provide PRT in the form of praise. I use some food reward now, but the emphasis on praising the dog for doing well seems to be less emphasised now."*

Peter Osborne: we are focusing on recognising or marking the behaviours we want to see from our dogs, reenforcing the positive. So, in many senses, the focus is on recognising the right behaviour. We no longer "punish" through a strong correction as training techniques have thankfully moved on in the majority of training involving animals.

- m) *Mary Jobbins: "What training is available externally to Guide Dogs? eg mobility instructors, habilitation workers".*

Richard Bounds, Deputy Director of Operations: We recruit trainee Habilitation Specialists and trainee Orientation and Mobility Specialists, and both these roles are a two-year University course. A large proportion of the course is on-the-job so the trainees are fully integrated into our teams and can access and shadow a wide range of existing qualified practice.

- n) The Chairman thanked Members for their questions and moved to the formal business of the meeting. He announced each resolution, as set out in the Notice of the meeting, apart from Resolution 4 which the Secretary announced.

## 21/07 ORDINARY RESOLUTION ONE

- a) **IT WAS RESOLVED** that the minutes of the Annual General Meeting held on 15 September 2020 were a true reflection of the meeting and that they should be signed by the Chairman.

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- 21/08**      **ORDINARY RESOLUTION TWO**  
a)      **IT WAS RESOLVED** that the Report & Financial Statements for the year ended 31 December 2020, which had been circulated to the Members in advance of the meeting, be received.
- 21/09**      **ORDINARY RESOLUTION THREE**  
a)      **IT WAS RESOLVED** that Deloitte LLP be appointed as auditor of the Association and to hold office until the conclusion of the next general meeting at which accounts were laid before the Members; and that the Board should determine the remuneration of Deloitte LLP.
- 21/10**      **ORDINARY RESOLUTION FOUR**  
a)      **IT WAS RESOLVED** that Jamie Hambro be re-elected as a Member of the Board in accordance with Article 3.2.
- 21/11**      **ORDINARY RESOLUTION FIVE**  
a)      **IT WAS RESOLVED** that Paul Baker who was nominated by the Board be re-elected to fill a vacancy in accordance with Article 3.2.
- 21/12**      **ORDINARY RESOLUTION SIX**  
a)      **IT WAS RESOLVED** that Lynne Hill who was nominated by the Board be re-elected to fill a vacancy in accordance with Article 3.2.
- 21/13**      **ORDINARY RESOLUTION SEVEN**  
a)      **IT WAS RESOLVED** that Catherine Crofts who was nominated by the Board be re-elected to fill a vacancy in accordance with Article 3.2.
- 21/14**      **ORDINARY RESOLUTION EIGHT**  
a)      **IT WAS RESOLVED** that Robert Deakin who was nominated by the Board be re-elected to fill a vacancy in accordance with Article 3.2.
- 21/15**      **ORDINARY RESOLUTION NINE**  
a)      **IT WAS RESOLVED** that Ranjit Sondhi who was nominated by the Board be re-elected to fill a vacancy in accordance with Article 3.2.
- 21/16**      **SPECIAL RESOLUTION**  
a)      **IT WAS RESOLVED** that the Articles of Association in the form annexed to the Notice of the meeting and marked "Appendix A" be and were hereby adopted as the new Articles of Association of the Company in substitution for and to the exclusion of all other Articles of Association.
- 21/17**      The Chairman thanked everyone for their participation and declared the meeting closed.

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Chairman