Name of member appointing proxy:

Address:

**Before completing this notice please read the instructions below.**

I hereby appoint (please tick one):

* [ ]  the Chair of the meeting
* [ ]  the following individual (print name and address below):

Name:

Address:

to vote on my behalf at the General Meeting of the Charity to be held on Thursday 8 December 2022 and at any adjournment of the meeting.

This notice is to be used in respect of the resolutions that will be considered at the meeting as follows:

1. Accept the minutes of the annual general meeting held on 7 December 2021.

[ ]  For [ ]  Against [ ]  Abstain

1. Appoint the auditors Knox Cropper

[ ]  For [ ]  Against [ ]  Abstain

1. Delegate authority to the trustees to fix the remuneration of the auditors on an ongoing basis until this authority is revoked by further members’ ordinary resolution

[ ]  For [ ]  Against [ ]  Abstain

1. That, Ruth Borthwick, Cathy Galvin and Georgina Godwin, be re-appointed to the board of English PEN.

[ ]  For [ ]  Against [ ]  Abstain

Unless otherwise instructed, the proxy may vote on the resolutions set out above as he or she thinks fit or abstain from voting.

I direct that my proxy may vote (or abstain from voting) as he or she thinks fit on any other matter which may properly be put to the meeting.

Signed:

Date:

**Proxy instructions**

1. As a member of the Charity you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Charity. You can only appoint a proxy using the procedures set out in these instructions.
2. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
3. A proxy does not need to be a member of the Charity but must attend the meeting to represent you. To appoint as your proxy a person other than the Chair of the meeting, insert their full name where indicated. If you sign and return this proxy notice with no name inserted, the Chair of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chair, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chair and give them the relevant instructions directly.
4. To direct your proxy how to vote on the resolutions, please follow the instructions on the Proxy Form. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy may vote (or abstain from voting) as he or she thinks fit in relation to the limited range of additional resolutions which may be put before the meeting. These include for example:
	1. resolutions to deal with procedural aspects of the meeting such as the calling of a poll or a decision to adjourn;
	2. resolutions proposing amendments to the resolutions listed in the notice of the meeting, but please note, the circumstances in which amendments can be made are very limited.
5. To appoint a proxy using this notice a hard copy of this notice must be:
	1. completed and signed by you;
	2. either (a) scanned and emailed to agm@englishpen.org (note your handwritten signature MUST appear in the scanned document) or (b) posted to English PEN, English PEN, 24 Bedford Row, London WC1R 4EH.
	3. received by the Charity no later than 9am on Monday 5 December 2022.
6. 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.
7. If you wish to change your instructions, you can submit another notice. The appointment received last before the latest time for the receipt of proxies will take precedence.
8. To revoke your proxy instructions, send notice to the addresses at 5.2 above clearly stating that the instructions are revoked and ensure that the notice is received by the Charity no later than midday on Tuesday 6th December 2022.
9. Communications relating to proxies in respect of the meeting may only be sent to the addresses at 5.2 above. No other forms of communication will be accepted by the Charity.
10. Should you have questions regarding your proxy appointment, please email agm@englishpen.org