

Stockport Town Centre Business Improvement District (BID) Ltd (Company)
General Meeting
Form of proxy

	(Please insert full name and address of member)
--	---

Before completing this form, please read the explanatory notes overleaf

I/We

[PLEASE INSERT FULL NAME IN BLOCK CAPITALS]

being a member of the Company appoint the Chairperson of the meeting or the person named below (see note 3)

	(insert full name and e-mail address of Proxy)
--	--

as my/our proxy to attend, speak and vote on my/our behalf at the General Meeting of the Company to be held on 17th November 2020 at 6pm by zoom video conferencing and at any adjournment of the meeting.

I/We direct my/our proxy to vote on the following resolutions as I/we have indicated by marking the appropriate box with an 'X'.

RESOLUTION	For	Against
SPECIAL RESOLUTION		
<i>THAT with effect from the conclusion of the meeting the draft articles of association produced to the meeting be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.</i>		

Signature	Date

Notes

FORM OF PROXY

1. As a member of the Company you are entitled to appoint a proxy or proxies to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.

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.

APPOINTMENT

3. A proxy does not need to be a member of the Company but must attend the meeting to represent you. If you wish to appoint a proxy other than the chairperson of the meeting, insert their full name in the box. If you leave this space blank, the chairperson of the meeting will be appointed your proxy. Where you appoint as your proxy someone other than the chairperson, 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 chairperson and give them the relevant instructions directly.

4. You may only appoint one proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company.

VOTING DIRECTIONS

5. To direct your proxy how to vote on the resolutions mark the appropriate box with an "X". If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting, including a motion to adjourn.

RETURNING YOUR FORM OF PROXY

6. To appoint a proxy using this form, the form must be:

- Completed and signed;
- Sent or delivered to the Company at 15 Great Underbank, Stockport, Cheshire, SK1 1LF; and
- Received by the Company no later than 6pm on Friday 13th November 2020.

7. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence. For details of how to change your proxy instructions or revoke your proxy appointment see the notes to the notice of meeting.

8. In the case of a member which is a company, this proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.