



BRITISH FENCING

BOARD ANNOUNCEMENT

British Fencing Annual General Meeting & Forum

***Saturday October 11, 2014, 11.30am, at the British Olympic Association (BOA)
Charlotte Street, London***

Dear Member,

On behalf of the British Fencing Board, I invite you to the Annual General Meeting of British Fencing in London on Saturday 11 October, where your Board will invite you to receive the accounts for the financial year ending 31 March 2014, approve the amendments to the Articles of Association of British Fencing and seek your confirmation of specific appointments. There will also be opportunity for Forum questions and discussion.

The Annual Report and Accounts will be published on our website at least 10 days before the Meeting.

The Board will seek members' confirmation of the appointments of Hilary Philbin as the President of British Fencing, of William Pitt as the Appointed Director of British Fencing and of Gill Palmer as an Independent Director of British Fencing.

Following comments received by the Board at the Annual General Meeting in October 2013 in respect of the role of the President, and the Board's assurance given to members at that meeting, the Board proposes to remove the word "Honorary" for the formal job title of the President and also to extend the term of appointment of the President to expire at the first Annual General Meeting immediately following the Rio Olympic Games in 2016.

As members will be aware, William Pitt has served on the Board since November 2012 having been appointed by the then Board in accordance with the Articles of Association as they then were. The current Board confirmed his appointment as an Appointed Director immediately following the Annual General Meeting in October 2013 and therefore seeks your approval of his appointment in accordance with the current Articles of Association.

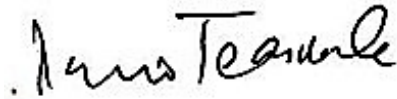
Gill Palmer has been appointed, subject to the approval of the membership as the second Independent Director of British Fencing. Gill Palmer is Vice President of Business Operations at Oracle Corporation, covering Europe, Middle East and Africa. She is responsible for all business management aspects of the Customer Services organisation from its systems, tools and data through to acquisitions, Governance and Quality and is head of its Partner Programme. Gill has been with Oracle for 14 years where she has held several senior positions in sales and operations across the business. She is also Oracle's Executive Sponsor for the Prince's Trust and sits on the Technology Committee with other IT Patrons of the Trust.

Originally from the Wirral, Gill holds a Mathematics degree from Sheffield Hallam University. She now lives in Berkshire with her two children; her son Benjamin is currently studying for A levels whilst her daughter Jessica is at the University of Essex studying Maths and Economics

We hope also to announce to you the results of the elections for Elected Directors of the Association and to introduce you formally to those individuals so appointed.

The formal notice of the Meeting and resolutions to be proposed are set out in the document below. If you would like to vote on the resolutions but cannot come to the Meeting, you can appoint another person as your proxy to exercise all or any of your rights to attend, vote and speak at the Meeting by using the methods set out in the notes to the notice.

I hope you are able to attend the Annual General Meeting and look forward to your continued involvement in, and enjoyment of, our sport.

A handwritten signature in black ink that reads "David Teasdale". The signature is written in a cursive style with a large initial 'D' and 'T'.

David Teasdale
Chair of British Fencing

NOTICE OF ANNUAL GENERAL MEETING

The Annual General Meeting (the "Meeting") of the Company will be held at 11.30 am on Saturday 11 October, 2014 at the offices of the British Olympic Association at 60 Charlotte Street, London W1T 2NU.

The Resolutions below are proposed as ordinary resolutions.

Resolution 1: to receive the annual accounts for the financial year ending 31 March 2014;

Resolution 2: to approve the Board's appointment of Gill Palmer as an Independent Director of British Fencing for a term of 4 years;

Resolution 3: to approve the Board's appointment of William Pitt as the Appointed Director of British Fencing for a term to expire at the conclusion of the Annual General Meeting of the Association to be held in 2015;

The Resolution below is proposed as a special resolution.

Resolution 4: to delete Articles 72 and 73 of the current Articles of Association in their entirety and to replace them with new Articles 72 and 73 as set out below and to delete the word "Honorary" wherever it appears immediately before the word "President" throughout the Articles of Association.

"72. The Directors may, from time to time, appoint honorary advisers and officers (which, for the avoidance of doubt, includes associate honorary vice presidents and honorary vice presidents of British Fencing) for such period and upon such terms as they think fit. Any person so appointed may be removed by the Directors by a resolution passed by not less than two thirds of the total number of Directors.

73. The President will be appointed by the Board after open competition for a term usually to expire at the first Annual General Meeting of the Association immediately following the first summer Olympic Games after the appointment and will be appointed subject to the approval of that appointment at the next Annual General Meeting of the Association following that appointment. The President will have an international role and shall be entitled to attend all meetings of the Board as an observer without voting rights. The President shall not be a director of the Association but must be a Member."

The Resolution below is proposed as an ordinary resolution.

Resolution 5: to approve the Board's appointment of Hilary Philbin as the President for a term to expire at the conclusion of the first Annual General Meeting of the Association following the summer Olympic Games in Rio, 2016.

Formal business: Action to be taken

You will find enclosed a Form of Proxy for use at the Meeting. Please complete, sign and return the enclosed form as soon as possible in accordance with the instructions printed thereon whether or not you intend to be present at the Meeting. Forms of Proxy should be returned so as to be received by the Company's Head Office as soon as possible and in any event no later than 48 hours before the time appointed for the Meeting.

Recommendation

Your Directors consider that all the resolutions in the notice of the Meeting are in the best interests of the Company and its Members as a whole. They recommend that you vote in favour of them as all the Directors intend to do.

Yours faithfully

A handwritten signature in grey ink that reads "Georgina Usher". The signature is written in a cursive, flowing style.

GEORGINA USHER
CEO
British Fencing

BRITISH FENCING ASSOCIATION LIMITED

(A company limited by guarantee) Registered in England & Wales with registered number 1917099

FORM OF PROXY

THIS IS A FORM OF PROXY for the **ANNUAL GENERAL MEETING** of British Fencing Association Limited to be held at 11.30 am on Saturday 11th October 2014 at the British Olympic Association, 60 Charlotte Street, London W1T 2NU.

To be valid, this Form of Proxy must be completed and returned in accordance with the instructions printed thereon so as to be received by the Company's Head Office as soon as possible and in any event not later than 48 hours before the time appointed for holding the meeting, being not later than 11.30am on the 9th October 2014.

I, *[insert name]*, hereby appoint the Chair of the Meeting* / *[insert name of the Proxy you are appointing]** as my proxy to vote in my name and on my behalf at the ANNUAL GENERAL MEETING of the Company to be held at 11.30am on 11th October 2014 and at any adjournment thereof.

**Strike out whichever is NOT desired: EITHER the Chair OR a valid Proxy*

This form is to be used in respect of the ordinary resolutions mentioned below as follows:-

Ordinary Resolution No. 1:	FOR	AGAINST*
Ordinary Resolution No. 2:	FOR	AGAINST*
Ordinary Resolution No. 3:	FOR	AGAINST*
Special Resolution No. 4:	FOR	AGAINST*
Ordinary Resolution No. 5:	FOR	AGAINST*

**Strike out whichever is NOT desired: EITHER For OR Against*

Unless otherwise instructed, the proxy may vote as s/he thinks fit or abstain from voting.

FULL NAME: (as appears on your BF profile)	
MEMBERSHIP NUMBER:	
SIGNATURE:	
DATE:	

