

NOTICE OF ANNUAL GENERAL MEETING

THE IRISH BASKETBALL ASSOCIATION COMPANY LIMITED BY GUARANTEE (the “Company”)

NOTICE is hereby given that the Annual General Meeting (AGM) of the Company will be held on 17 day of October, 2020 at 11 o'clock in the morning for the following purposes:-

Business of the AGM

1. to consider the minutes of the 2019 annual general meeting;
2. to receive and consider the financial statements for the year ended 31 December 2019 and the report of the directors and auditors thereon;
3. to elect two directors in place of those retiring.
4. to hear and consider the report of the Anti-Doping Officer (a matter of compliance for Sport Ireland);
5. to re-appoint the retiring auditors and authorise the directors to fix their remuneration;
6. to consider an update from the Chief Executive / Secretary General of the Company

Conduct of AGM

1. The AGM will be conducted as a virtual meeting.
2. The electronic platform to be used for the AGM is Zoom;
3. The access details for the AGM are as follows:-
 - 3.1. Complete and submit the registration form at this link:- [AGM2020Registration FORM](#)
 - 3.2. The Company will review the completed registration form and send a zoom link, via email, to access the AGM to those permitted to attend the AGM. That link will be sent at least 24 hours before the time for holding of the AGM.
4. Members must confirm his or her intention to attend the AGM no later than seventy two hours before the time for the holding of the AGM by completing the registration form sent to you with the details of the Zoom meeting. This requirement to register does not affect the timeline for the deposit of a proxy set out at the end of this Notice.
5. The following requirements have been put in place to identify attendees who intend to attend the meeting:-

- 5.1. Invites must not be forwarded or shared within anyone else.
- 5.2. Registration for the AGM may only be completed using the email address to which the zoom invite has been sent;
- 5.3. When registering your intention to attend the AGM, you must complete all fields on the registration form in accordance with the instructions set out below:-
 - 5.3.1. The fields on the registration form will include:-
 - 5.3.1.1. Name
 - 5.3.1.2. Email Address
 - 5.3.1.3. Club/Unit you represent (if relevant)
 - 5.3.1.4. Office held in the Club/Unit you represent e.g. Chairman, Secretary etc.
 - 5.3.1.5. Club/Unit for whom you hold a proxy [this field should be completed if you are attending the meeting on behalf of a Club/Unit, you are not an officer of that Club/Unit and you hold a proxy. Completed proxy forms should be deposited in accordance with the timeline set out at the end of this notice];
- 5.4. If you wish to speak, during the meeting, you should use the chat function indicating your name, the name of the unit you are representing (if relevant) and indicating that you wish to speak. The Chairman will give you an opportunity to address the meeting, in the order that he considers appropriate.
- 5.5. Voting will be on a show of hands, where directed by the Chairman. If a poll is required on a particular resolution the following procedures shall apply in respect of those who desire to vote:-
 - 5.5.1. The resolution will be put to the meeting and a zoom poll used to vote for or against the resolution;
 - 5.5.2. Those voting in their own capacity or as a representative for a club /unit should use the zoom poll function to vote.
 - 5.5.3. Those holding proxies should not place a vote for their appointer using the zoom poll function.
 - 5.5.4. Those holding proxies will be asked by the Chairman and/ or a designated independent person to submit votes on behalf of their appointer by emailing those votes to AGM2020@basketballireland.ie during the meeting. When emailing those votes, please include the following details:-
 - 5.5.4.1. the name of the club or unit for whom he/she is proxy;
 - 5.5.4.2. the vote of that club or unit.
- 5.6. Please see **attached** rules relating to the requirements which the Company has put in place to facilitate the smooth running of the meeting.

Dated the 25 September 2020

BY ORDER OF THE BOARD

JEANNE DONOHOE
SECRETARY

National Basketball Arena
Tymon Park
Tallaght
Dublin 24

NOTE: A member entitled to attend and vote is entitled to appoint a proxy to attend, speak and vote in his stead. A proxy need not be a member of the Company. The instrument appointing a proxy shall be deposited with the Company at the registered office or communicated electronically by sending a scanned completed copy to AGM2020@basketballireland.ie, not less than forty-eight hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than forty-eight hours before the time appointed for the taking of the poll, and, in default, the instrument of proxy shall not be treated as valid.

PROXY FORM

The Irish Basketball Association Company Limited by Guarantee (the “**Company**”)

Name of Member
(the “Member”)

Of

Address of Member

being a member of the Company hereby appoint(s)

Name and Address of Proxy

or failing him or her

Name and Address of alternative proxy as the proxy of the Member to attend, speak and vote for the Member on behalf of the Member at the annual general meeting of the Company to be held on 17 October 2020 and at any adjournment of the meeting.

The proxy is to vote as follows:

Voting Instructions to Proxy (choice to be marked with an ‘x’)			
Number or description of resolution:	In Favour	Abstain	Against
1.			
2.			
3.			
4.			
5.			
6.			
7.			
Unless otherwise instructed the proxy will vote as he or she thinks fit.			
Signature of member			
Dated:			

N.B. IF THE PROXY FORM IS TO BE EXECUTED BY A BODY CORPORATE THEN THE INSTRUMENT MUST BE SIGNED UNDER SEAL OR BY AN OFFICER OR ATTORNEY OF THE COMPANY WHO HAS BEEN AUTHORISED IN WRITING.

[section 183(4) of the Companies Act 2014