The Truro Diocesan Board of Finance Limited   
(**Company**)

**General Meeting**

**Form of proxy**

…………………………………………………………………………………………………………………………………………………  
[NAME AND ADDRESS OF MEMBER]

Before completing this form, please read the explanatory notes overleaf

I ...................................................................................................................... [FULL NAME IN BLOCK CAPITALS]

being a member of the Company appoint the Chairman of the meeting or the person named below (see note 3) as my proxy to attend, speak and vote on my behalf at the General Meeting of the Company to be held on 11 May 2019 at 9.30am and at any adjournment of the meeting.

|  |  |
| --- | --- |
| **NAME OF PROXY** (if an individual other than the chairman) |  |

I direct my proxy to vote on the following resolution as I have indicated by marking the appropriate box with an 'X'.

|  |  |  |
| --- | --- | --- |
|  | **FOR** | **AGAINST** |
| *The Chairman of The Truro Diocesan Board of Finance Ltd, will move:*  *That the Members of the Company receive the Reports and Financial Statements of the Board for the year ended 31 December 2018.* |  |  |
| *To appoint* Haysmacintyre *as the Company's auditor to hold office with effect from 1st October 2019 to the end of the next period for appointing auditors under section 485(2) of the Companies Act 2006, at a remuneration to be determined by the directors. The Chairman of the DBF will move:*  *That* Haysmacintyre *are appointed as Auditors of the Company.* |  |  |
| *The Chairman of The Truro Diocesan Board of Finance Ltd, will move:*  *That Veale Wasbrough Vizards are re-appointed as Solicitors of the Company.* |  |  |

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| --- | --- |
| **SIGNATURE** | **DATE** |
|  |  |

*Notes*

1. Form of proxy
   1. As a member of the Company 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 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.
2. Appointment
   1. 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 chairman of the meeting, insert their full name in the box. If you leave this space blank, the chairman of the meeting will be appointed your proxy. Where you appoint as your proxy someone other than the chairman, 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 chairman and give them the relevant instructions directly.
3. Voting directions
   1. 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.
4. Returning your form of proxy
   1. To appoint a proxy using this form, the form must be:
      1. completed and signed;
      2. sent or delivered to the Company at Church House, Woodlands Court Truro Business Park, Threemilestone, Truro, Cornwall, TR4 9NH; and
      3. received by the Company no later than 9 May, 2019 at 9am.
   2. As an alternative to completing this hard-copy proxy form, you can appoint a proxy electronically by providing confirmation of the details in the form by email to esther.pollard@truro.anglican.org For an electronic proxy appointment to be valid, your appointment must be received by the Company no later than 9 May, 2019 at 9am.
   3. 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.
   4. You may not use any electronic address provided in this proxy form to communicate with the Company for any purposes other than those expressly stated.