



Ucisa

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COMPANY NUMBER: 09349804

CHARITY NUMBER: 1161218

UNIVERSITIES AND COLLEGES INFORMATION SYSTEMS ASSOCIATION LIMITED
(the “Company”)

FORM OF PROXY

for Annual General Meeting to be held on 28 March 2019
in the Lomond Suite, EICC, The Exchange, Edinburgh EH3 8EE

BEFORE COMPLETING THIS FORM PLEASE READ THE EXPLANATORY NOTES

I/We,

NAME OF MEMBER
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being a member of the Company, appoint

NAME OF PROXY <i>(complete in block capitals)</i>
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or, if no-one is named as proxy in the box above, the chair of the meeting, as my/our proxy to exercise all or any of my/our rights to attend and speak for me/us and on my/our behalf at the annual general meeting of the Company (the “AGM”) to be held at 12.00 noon on **28 MARCH 2019** **IN** the Lomond Suite, EICC, The Exchange, Edinburgh EH3 8EE (and at any adjournment thereof).

I/We have indicated with an ‘X’ how I/we wish my/our votes to be cast on the Resolutions as set out below. In the absence of clear instruction below I/we direct that my/our proxy will vote (or abstain from voting) as he/she thinks fit for me/us and on my/our behalf, and on any other Resolution which may properly be dealt with at the AGM (or any adjournment thereof).

SUMMARY OF RESOLUTIONS

Please mark 'X' to indicate how you wish to vote	FOR	AGAINST	WITHHELD	DISCRETIONARY
Ordinary Resolutions				
1 The approval of minutes of 2018 Annual General Meeting.				
2 The adoption of the annual report and accounts of the Trustees.				
3 The re-appointment of Wenn Townsend as Auditors of the Company and authorising the Directors to fix their remuneration.				
4 The appointment of Drew Cook as Honorary Chair of the Company.				
5 The appointment of Dean Phillips as Honorary Treasurer of the Company.				
6 The appointment of Paul Butler as Honorary Secretary of the Company.				
7 The appointment of any two Elected Members to serve in place of Messrs Telford and O'Rourke from the following:				
Liz Bailey				
Garod Barker				
Arthur Clune				
Paul Harness				
Darren Tysoe				
Claire Priestley				
<i>Please note that if you instruct your proxy to vote "for" more than two of the above, your proxy will have discretion to choose any two of the candidates for whom you have indicated your intention to vote "for".</i>				
8 The approval of the subscription fees as stated in the Notice of Meeting and Agenda.				

Any other Resolutions which may be put to the meeting				
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Please indicate with an 'X' in the appropriate box opposite each resolution how you wish your vote to be cast. If you do not select either of the options for a resolution, your proxy will vote (or abstain) as he or she thinks fit on the above resolutions and on any other resolution on which a vote is put to the meeting or to any adjournment thereof.

SIGNATURE:
DATE:

NOTES TO PROXY FORM

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 and the notes to the notice calling the general meeting.
- 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 and vote, 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 chair of the meeting, insert their full name where indicated. If you leave this space blank, the chair of the meeting will be appointed 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.

Voting directions

- 4 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/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

- 5 To appoint a proxy using this form, the form must be:
 - 5.1.1 Completed and signed;
 - 5.1.2 Sent or delivered to the Company at 13 Banbury Road, Oxford, OX2 6NN; and
 - 5.1.3 Received by the Company no later than noon on Wednesday 27 March 2019. Please note that proof of posting or sending prior to the deadline is not proof of delivery before it.
- 6 As an alternative to completing this hard-copy proxy form, you can appoint a proxy electronically by providing all details required on the proxy form in an email, or scanning in and returning a copy of the proxy form to **execsec@ucisa.ac.uk**. For an electronic proxy appointment to be valid, your appointment must be received by the Company no later than **noon on Wednesday 27 March 2019**.

- 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.