

## Form of Proxy

I, \_\_\_\_\_ of \_\_\_\_\_ being a member of the Institute hereby appoint the Chairman of the Meeting OR<sup>1</sup> \_\_\_\_\_ as my proxy to vote for me and on my behalf at the Annual General Meeting of the Institute to be held at the Radisson BLU Royal Hotel, Golden Lane, Dublin, D08 VRR7, on Tuesday, 28<sup>th</sup> May 2024 at 18:00 hours and at any adjournment thereof.

I have indicated with an "X" in the space below how I wish my votes to be cast in respect of each Resolution. (If no specific direction as to voting is given the proxy may vote as he/she thinks fit or abstain from voting at his/her discretion.)

Resolution	For	Against	Withheld
1. That the minutes of the annual general meeting held on 6th June 2023 be approved.			
2. That the report of the Council and the Financial Statements for the year ended 31st December 2023 and Auditors' Report thereon be received.			
3. Following consideration of the report of the Council, the Financial Statements and the Auditors Report, to confirm satisfaction with the performance and management of the affairs of the Council.			
4. As a special resolution, and subject to the approval of the Registrar, that the name of the Council / Company be changed to INSTITUTE OF DIRECTORS IRELAND.			
5. That the auditors, BDO, be re-appointed as statutory auditors of the Company and hold office until the conclusion of the next annual general meeting.			
6. That the directors / Council Members be authorised to fix the remuneration of the statutory auditors.			

Signed: \_\_\_\_\_

Dated: \_\_\_\_\_ *Insert date/Insert month 2024*

<sup>1</sup> If you do not wish to appoint the Chairman of the Meeting as your proxy, please delete "Chairman of the Meeting" and write in the name of the proxy you wish to appoint. A proxy must be a current member of the Institute.

A member eligible to vote is entitled to appoint a proxy to vote on his/her behalf. To be effective, a proxy form must be deposited at Fourth Floor, Block 3, Harcourt Centre, Harcourt Road, Dublin 2, D02 A339, the registered office of the Institute of Directors in Ireland, not later than 48 hours before the time appointed for the holding of the meeting.