

# Extraordinary General Meeting (EGM) Frequently Asked Questions

# Why has an EGM been called?

The Companies Act 2006 sets out that company directors must call a general meeting if it is requested by members representing at least 5% of the total voting rights of the members. The Board of Table Tennis England has been informed by the Returning Officer that Company Members representing at least 5% of the total voting rights of the members have supported such a request and therefore an Extraordinary General Meeting (EGM) has been called.

#### When is the EGM?

On Monday, January 25<sup>th</sup>, 2021 at 7pm. The timeline was set under the Companies Act 2006, which sets out that notification of the EGM must be published within 21 days of the 5% threshold being reached and the meeting must be held within a further 28 days of the notification being published.

#### Who can attend?

Any member can attend a General Meeting. However, because of the current coronavirus restrictions, the meeting will be held online and it may be necessary to restrict the number of attendees. Priority will be given to those who hold voting rights – ie Board Members, local league representatives and National Councillors. More details on this will be published alongside the rest of the EGM details.

# How can I register to attend?

Please fill in the form on the General Meetings page of the Table Tennis England website.

## What is on the agenda?

The Agenda can be downloaded from the General Meetings page of the Table Tennis England website. That, along with the EGM Notice on the same page, shows the order of business for the EGM. The main purpose of the EGM is to consider Special Resolutions submitted by Board Member Tony Catt which propose motions of no confidence in himself, Chairman Sandra Deaton and CEO Sara Sutcliffe and instructions to remove them from the Board and any international posts they hold.

# Who submitted the three Special Resolutions?

All three were submitted by Tony Catt, including the one concerning himself.

## Why are they being considered in the order they are?

That was the order in the paperwork submitted by Tony Catt.

## Who will chair the meeting?

In discussions with Standing Orders Committee it was agreed that in light of the resolutions it would not be appropriate for Sandra Deaton or any other director to chair the meeting. Sandra will



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welcome attendees and the first agenda item is to appoint Estyn Williams, Chair of National Council, to chair the EGM.

#### Who can vote?

Votes are allocated as per the 2020/21 Electoral Register, which can be viewed on the <u>Voting</u> <u>Information page</u> of our website.

# What is the voting process?

Voting will be carried out electronically and all those eligible to vote will have a one-hour window at the end of the meeting in which to send their vote to a dedicated email address using a ballot form that will be provided. The email address will be monitored and the votes counted by the Returning Officer and Scrutineers, who will be appointed earlier in the EGM.

## Will proxy voting be allowed?

Yes. proxy appointment forms can be downloaded from the General Meetings page on the Table Tennis England website.

## What is needed for the Special Resolutions to pass?

At least 75% of votes need to be cast in favour of the proposals for them to succeed.

# What happens if any of the Special Resolutions are passed?

The Board will meet as soon as possible thereafter and take the steps required to remove the individual(s) as appropriate. In the case of the Chief Executive, further legal advice will be sought, given her status as an employee of Table Tennis England.

# When will we know the outcome?

As noted in the Standing Orders Report for the meeting (Paragraph 6.3): In view of the complexity of validating and counting the electronic card vote in these COVID-19 conditions and the timing of the meeting, it was accepted that the declaration of the ballot results would have to be delayed by up to 48 hours.



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