



The British Chamber
of Commerce in Latvia

2019 Annual General Meeting (AGM)

**on Thursday 21 March 2019
at the British Ambassador's Residence, 5 J.Alunana Street, Riga, LV-1010
commencing at 9:30 (coffee available from 9:00)**

AGM Documents for the Members of the British Chamber of Commerce in Latvia:

1. Notice (page 2)
2. Notes to Attendees (pages 3-5)
3. Combined Proxy and Voting Form (page 6)

The British Chamber of Commerce in Latvia
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NOTICE

NOTICE IS HEREBY GIVEN that the 2019 Annual General Meeting, (hereinafter "AGM"), of the Members of the British Chamber of Commerce in Latvia (hereinafter "BritCham") will be held on Thursday 21 March 2019 at the British Ambassador's Residence, Jura Alunāna iela 5, Riga, LV-1010 commencing at 9:30. The AGM will have the following agenda:

1. Opening of AGM;
2. Appointment of Chairman and Secretary of AGM;
3. Appointment of Adjudicators (2 persons) and determination of quorum of AGM;
4. Reports for the year 2018;
5. Adoption of the Finance Report for the year 2018;
6. Announcement of Board Members stepping down;
7. Announcement of Board Members standing for election to the Board for 2019-2021;
8. Election of five new Board Members and up to two candidates;
 - 8.1. Vote count;
 - 8.2. Announcement of election results;
9. Appointment of the person confirming truthfulness of the minutes of AGM;
10. Appointment and authorisation of a person or persons who will lodge notice of Board changes and any other necessary documentation emanating from the AGM with the Register of Associations and Foundations;
11. Any other business.

By Order of the Board

7 March 2019

Renāte Romanovska
Executive Director

NOTES TO ATTENDEES

Notes to those attending the 2019 Annual General Meeting ("AGM") of the British Chamber of Commerce in Latvia ("BritCham")

These notes relate to the following matters:

- (1) Eligibility to attend the AGM and how to appoint someone to represent an eligible person;
- (2) Names of those presently on the Board of BritCham and details of those retiring;
- (3) Details of Board Members' attendance at Board Meetings and BritCham events during the year;
- (4) Candidates for election to the Board.

(1) Eligibility to attend the AGM and how to appoint someone to represent an eligible person

All members of the Association shall be eligible to take part in the General Meeting. Members may take part in the General Meeting in person or by representation. Authorisation to take part and vote at the General Meeting shall be issued in writing.

The Board takes the view that all those wishing to attend and/or vote in the 2019 AGM must have paid **in full** any invoice they have received in respect of their membership subscription (sic, 'membership fee') in respect of any period including, but not limited to, the year to 31 December 2019. Failure to have made such a payment or payments in full may result in losing membership as well as the right to attend and vote at the AGM.

As regards the appointment of a representative, this may be done provided that the member completes the attached "Combined Proxy and Voting Form" and submits it to BritCham's office before **10:00 Latvian time on 18 March 2019**.

(2) Names of those presently on the Board of BritCham and details of those retiring

The Board of BritCham following the AGM on 20 March 2018 was made up of the following elected members:

Mr Simon D. Boddy
Mr Oliver Bramwell
Ms Ieva Broka
Mr Cameron G. Greaves
Ms Ilandra Lejiņa
Ms Irina Sennikova;
Mr Māris Vainovskis
Mr Thomas A. Swieca

During the year Mr Thomas A. Swieca left Latvia and Mr Mark Robertson-Jones took his position at the Board in accordance with Article 8.12. of BritCham's Articles of Association as Mr Mark Robertson-Jones was the first Candidate to the Board elected on 20 March 2018.

According to Articles 8.12. and 8.13. of BritCham's Articles of Association Mr Mark Robertson-Jones' term of office expires automatically at the next AGM and he is entitled to stand for membership of the Board at the same AGM, i.e. AGM 2019.

Members' attention is drawn to the current contents of Article 8.9 of BritCham's Articles of Association which provide:

"Board members shall be elected for the term of 2 (two) years and may be re-elected for two more consecutive terms. The Board shall be elected by the Annual General Meeting.

This year Mr Oliver Bramwell, Ms Ieva Broka, Ms Ilandra Lejiņa and Mr Māris Vainovskis have completed their two years as Board Members and are therefore required to retire. By virtue of Article

8.9 they are eligible to stand for re-election if they wish to do so.

The three remaining elected members of the Board, who are not required to resign and will continue in office after the conclusion of the AGM, are as follows:

Mr Simon D. Boddy;
Mr Cameron G. Greaves; and
Ms Irina Senņikova.

(3) Details of Board members' attendance at Board Meetings and BritCham events during the year

The following table shows the attendance record of Board Members of Board Meetings and BritCham events held during the period since the 2018 AGM:

Board Member	Board Meetings attended	Events attended
Mr Simon Digby Boddy	9 (100%)	8 (42%)
Mr Oliver Bramwell	8 (89%)	11 (58%)
Ms Ieva Broka	2 (22%)	0 (0%)
Ms Ivi Anna Buce	4 (100%)	6 (32%)
Mr Cameron G. Greaves	8 (89%)	18 (95%)
Ms Ilandra Lejiņa	6 (67%)	6 (32%)
Ms Ruth Rajavejjabhisal (†)	4 (80%)	4 (25%)
Mr Mark Robertson-Jones	2 (100%)	7 (37%)
Ms Renāte Romanovska	5 (100%)	13 (68%)
Ms Irina Senņikova	8 (89%)	6 (32%)
Mr Thomas A. Swieca	6 (86%)	12 (63%)
Mr Māris Vainovskis	9 (100%)	7 (37%)
Ms Sanita Vētra (†)	4 (100%)	4 (21%)

BritCham's statutes provide for the appointment of an ex-officio board member who is the representative of the British Ambassador who, if he so wishes, may be Honorary Chairman. During the past year BritCham received wholehearted support from H.E. Mr Keith Shannon and we were pleased to welcome as his representatives on the Board Ms Sanita Vetra until 31 October 2018 and thereafter Ms Ruth Rajavejjabhisal.

During 2018 Ms Ivi Buce resigned as Executive Director of BritCham and was replaced by Ms Renāte Romanovska.

(4) Candidates for election to the Board

Mr Oliver Bramwell, Ms Ieva Broka and Mr Māris Vainovskis now offer themselves as candidates for re-election to the Board following a completion of their two-year terms. Under BritCham's Statutes as presently drafted, this is the last occasion upon which Mr Bramwell and Ms Broka are able so to offer themselves as in 2021 they will have completed three consecutive terms of two years. Mr Vainovskis has completed on two-year term.

Details of all of the candidates are published in the section BritCham Board Candidates 2019 and on the BritCham website along with detailed applications.

Members participating in the election of Board Members should note that all candidates will be asked to speak at the AGM to promote their candidacy.

Candidates will speak in alphabetical order by surname. Their speeches will not be permitted to exceed 5 minutes and candidates will be expected to address the following issues during their speeches:

1. A commitment as to their ability to attend all Board Meetings and a commitment both to attend BritCham events in the future and actively to endeavour to procure the attendance of others, i.e. both members and non-members.
2. How they will seek to increase the membership of BritCham.
3. How they believe that their being a Board Member will be of assistance to BritCham.
4. Any other points which they feel will assist members to support their candidacy.
5. Board Member Candidates standing for re-election are requested to outline their achievements during last two years serving on Board and plans for the next two years if they are re-elected.

Members are requested to reflect on these points and to consider whether candidates have covered them when they come to cast their ballots.

The votes will be counted by an independent scrutiner, i.e. someone who is neither a Board Member nor a Board Member Candidate. He or she will be assisted by Santa Rudzite, the Project Manager of BritCham. The result of the election will be announced towards the end of the AGM.

COMBINED PROXY AND VOTING FORM

Part 1: Election of Board Members - Please select no more than five candidates. *Any form with more than five candidates marked will automatically be invalid.*

<input type="checkbox"/>	Mr Oliver Bramwell	<input type="checkbox"/>	Mr Kalbinder Singh Srail
<input type="checkbox"/>	Ms Ieva Broka	<input type="checkbox"/>	Mr Māris Vainovskis
<input type="checkbox"/>	Ms Daina Dzirkale	<input type="checkbox"/>	
<input type="checkbox"/>	Mr Mark Robertson-Jones	<input type="checkbox"/>	

Part 2: Appointment of Proxy

Our company / I * will be unable to attend the AGM of the British Chamber of Commerce in Latvia ("BritCham") on 21 March 2019 and hereby authorise the Executive Director of BritCham, Renāte Romanovska or _____ (insert full name of person appointed as proxy) to vote on all other questions on our / my* behalf.

Part 3: Your details

Member company / individual*: _____

Signature: _____

Name of signatory: _____

(Please PRINT your name in BLOCK CAPITALS)

Date: _____

(Day - Month - Year) **N.B.:** Only properly completed and signed forms will be accepted.

Please either scan and e-mail the completed form to info@britcham.lv or deliver it to the BritCham office before 10:00 Latvian time on 18 March 2019.

*Delete whichever is not applicable.