

CIRCULAR

By your side

TO ALL MEMBERS

29 September 2022

NOTICE OF ANNUAL GENERAL MEETING

THE STANDARD CLUB UK LTD (the 'Company')

Registered no: 17864

Notice is hereby given that the 138th Annual General Meeting of the Company will be held on Friday 14 October 2022 at 08.50 am (CET time) ('the meeting') at the Mandarin Oriental Ritz, Palaza de la Leaditad 5, Madrid 29014 Spain for the purpose of considering and, if thought fit, passing the following resolutions.

ORDINARY RESOLUTIONS

Reports and financial statements

1. THAT the reports of the directors and auditors and the audited financial statements of the Company for the year ended 20 February 2022 be received and adopted.

Annual re-election of directors

2. THAT Alistair Groom be re-elected as a director of the Company.
3. THAT Alan Cossar be re-elected as a director of the Company.
4. THAT Jeremy Grose be re-elected as a director of the Company.
5. THAT Ricardo Menendez Ross be re-elected as a director of the Company.

Re-appointment of auditors

6. THAT BDO LLP be re-appointed as auditors, and that the directors be authorised to fix their remuneration.

Date: 29 September 2022

By order of the Board
Standard Club Management (UK) Limited
Secretary

Registered Office:
The Minster Building
21 Mincing Lane
London EC3R 7AG



FORM OF PROXY

THE STANDARD CLUB UK LTD ('the Company')

Registered no: 17864

138th ANNUAL GENERAL MEETING ('the meeting')

14 October 2022 at 08:50pm (CET time)

I (Block Capitals)....., a member or a representative of a member of the above-named Company, hereby appoint the Chairman of the meeting, or as my proxy to vote for me on my behalf at the Annual General Meeting of the Company to be on Friday 14 October 2022 at the Mandarin Oriental Ritz, Palaza de la Leaditad 5, Madrid 29014 Spain at 08:50am (CET time) and at any adjournment thereof.

Signature.....Dated.....2022

Please indicate with an X in the spaces below how you wish your votes to be cast.

ORDINARY RESOLUTIONS	FOR	AGAINST
1. THAT the reports of the directors and auditors and the audited financial statements of the Company for the year ended 20 February 2022 be received and adopted.		
2. THAT Alistair Groom be re-elected as a director of the Company.		
3. THAT Alan Cossar be re-elected as a director of the Company.		
4. THAT Jeremy Grose be re-elected as a director of the Company.		
5. THAT Ricardo Menendez Ross be re-elected as a director of the Company.		
6. THAT BDO LLP be re-appointed as auditors of the Company, and the directors be authorised to fix their remuneration.		

RE-ELECTION OF DIRECTORS HOLDING OFFICE FOR OVER NINE YEARS

Director	Date of appointment	
Alistair Groom	1 October 2004	Non-executive director and former CEO of the managers of the club
Ricardo Menendez Ross	28 January 2004	CEO of Interocean Transportation Inc



NOTES:

Your proxy

Every member of the Company entitled to attend, speak and vote at the above meeting is entitled to appoint one or more proxies to attend, speak and vote on their behalf at the meeting. The appointment of a proxy will not prevent a member from subsequently attending, speaking and voting at the meeting in person.

A member is entitled to appoint a proxy of their choice and that person need not be a member of the Company. If you wish your proxy to speak on your behalf at the meeting, you will need to appoint your own choice of proxy (not the chairman) and give your instructions directly to them. If such an appointment is made, please delete the words 'the Chairman of the meeting' and insert the name of the person appointed proxy in the space provided.

Please include the full name of the member in the Form of Proxy.

A corporate member may appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a member provided that no more than one corporate representative exercises powers over the same vote.

The resolutions

You can show how you want your proxy to vote on each of the resolutions. Full details of the resolutions are set out in the Notice of Annual General Meeting.

If this form is returned without any indication as to how the person appointed proxy shall vote, the proxy will exercise their discretion as to how they vote or whether they abstain from voting.

Your signature

You must sign and date the Form of Proxy. If it is signed by someone else on your behalf, the power of attorney or other authority under which it is signed (or a copy of the authority certified notari ally) must be returned with the Form of Proxy.

In the case of a corporate member, the Form of Proxy must be executed under its common seal or signed by a duly authorised officer. If the signatory is a duly authorised officer a certified copy of the document providing such authority must be returned with the form. Please provide detail of the capacity in which you are signing the form.

Return of Form of Proxy

For the appointment of a proxy to be valid you must complete and sign the Form of Proxy, and ensure that the Form of Proxy together with, where applicable, any power of attorney or other authority under which it is executed (or a notarised copy of the same) is deposited with the Secretary of the Company by email at membermeetings@standardclub.com not less than 48 hours before the time fixed for holding the meeting or any adjournment thereof.

TO BE VALID THE FORM OF PROXY MUST BE RECEIVED BY THE SECRETARY OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE MEETING.