

UK Individual Shareholders Society Ltd (ShareSoc) Notice of Annual General Meeting

to be held at the Clayton Hotel, 626 Chiswick High Road, London W4 5RY
on Wednesday 15th May 2019 commencing at 4.00 p.m.

The AGM is open to Full and Associate Members. All Members may speak at the meeting but only Full Members may vote.

A proxy voting form has been sent to Full Members by email or post. Votes may also be submitted online at:

<https://www.sharesoc.org/membership/sharesoc-agm-2019-voting-form/>

The Report and Accounts for the year ending December 2018 are appended.

Agenda

1. The Chairman will report on the activities of the Society.
2. Directors Cliff Weight and Mike Dennis will report on policy activities and member services respectively.
3. The Chairman will introduce new directors Penny Shepherd MBE, Amit Vedhara and Tony de Vizio.
4. The Chairman will report on cooperation and merger discussions with UKSA and with SIGnet.
5. The Chairman will announce the winner of the annual Stan Grierson Award.
6. The Directors will answer Members' questions, to be submitted verbally at the meeting or in writing beforehand.

All current directors are standing for re-election. Their backgrounds are at: <https://www.sharesoc.org/about-us/directors/>

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| Resolution 1. | To receive the Report and Accounts of the Board of Directors for the year ended 31 st December 2018. |
| Resolution 2. | To re-elect as a member of the Board Mr. Marcus Arthur Bentley. |
| Resolution 3. | To re-elect as a member of the Board Mr Michael Dennis. |
| Resolution 4. | To re-elect as a member of the Board Mr Mark Karl Lauber. |
| Resolution 5. | To re-elect as a member of the Board Mr Mark Alastair Northway. |
| Resolution 6. | To re-elect as a member of the Board Mr Christopher Tyrell Spencer-Phillips. |
| Resolution 7. | To re-elect as a member of the Board Mr. David Stredder. |
| Resolution 8. | To re-elect as a member of the Board Mr. Clifford John Weight. |
| Resolution 9. | To re-elect as a member of the Board Ms. Penelope Anne Shepherd |
| Resolution 10. | To re-elect as a member of the Board Mr. Amit Vedhara |
| Resolution 11. | To re-elect as a member of the Board Mr. Tony de Vizio |
| Resolution 12. | To approve the remuneration of the Directors for 2018 and the proposed remuneration for 2019 |

Mark Northway
Chairman

Chairman's Report 2018

I have the pleasure of reporting another positive year for ShareSoc.

Membership

Total membership increased by 16% to 4,655 during 2018 despite the best efforts of GDPR legislation to separate member organisations from their subscribers. Paying membership increased by 20% to 913 over the same period. Membership levels represent only a very small proportion of the UK individual shareholder universe, and we continue to explore ways of delivering ShareSoc's value to a broader audience.

Finances

ShareSoc is a not-for-profit organisation, and we look to plough any revenues back into improved Member services over time while maintaining a prudent cash buffer. Turnover increased by 34% in 2018 to £103,104 primarily due to campaign donations (Beaufort Securities), increased membership subscriptions and higher revenue from events. Cost of Sales remained broadly unchanged at £46,304, while administration costs grew by 18% to £32,802. Your Society reported a £23,998 profit before tax (2017: £2,691).

ShareSoc has one part-time employee, Kate Monda, who looks after membership and administration. We also use contract staff to expand our resources where necessary.

Directors and Patron

Your Board comprised seven Directors throughout 2018. At the 2018 AGM I reported that we were in the process of recruiting further Directors, and I am delighted to introduce Penny Shepherd, Amit Vedhara and Tony de Vizio, whose involvement will significantly enhance the skills and experience available to the Board.

The Directors bring an invaluable mix of professional investing and broader financial experience. They work very hard to promote the interests of individual investors and of ShareSoc, and to provide the member services offered by the Society. This involves significant commitment of time and effort on a voluntary basis. I would like to thank my fellow Directors for their hard work and selfless dedication to the Society's interests throughout the year.

Lord Lee of Trafford has been a very valuable addition as Patron of ShareSoc. His involvement adds significant gravitas to our campaigning activities, and he has provided useful access to government bodies. We are very grateful for his patronage.

Member Services

ShareSoc's monthly company seminar programme continues to be popular with Members, particularly in London. The format comprises three or four company presentations, accompanied by topical presentations by ShareSoc Directors, and networking over a buffet meal and wine. We continue to run regular seminars in London, Manchester and Birmingham, and will be reviving our single company suppers during 2019. Our event programme has also seen an increase in the number of single company meetings available to Members. These tend to involve larger companies and are an excellent opportunity for companies to engage with individual investors.

During 2018 ShareSoc presented stands at the Master Investor Show, the UK Investor Show, the London Investor Show, The Manchester Investor Show, Mello Derby, Mello South and Mello London. These are great opportunities to connect with existing and prospective Members and we are very grateful to our volunteers for their assistance at these shows.

Masterclasses: these focus on education, networking and discussion. We ran two sessions during 2018 which were very well attended.

Newsletters: we produced twelve newsletters in 2018. We are very grateful to those Members who regularly supply articles, AGM reports and other content, and would encourage others to consider sharing their thoughts via this medium.

Website: We are now preparing for the next phase of development, which will improve our offering behind the paywall and further improve our Member networking offering.

Policy Campaigns

Shareholder Rights: this long-running campaign focuses primarily on the hurdles faced by shareholders in exercising the rights and fulfilling the obligations which accompany share ownership. The campaign encourages greater engagement by companies with individual shareholders, and raises concerns over the disenfranchisement of individual investors by stockbrokers and financial intermediaries through the use of nominee accounts.

Directors' Remuneration: this campaign targets excessive CEO pay levels within both FTSE and AIM companies. ShareSoc has issued its own best practice remuneration guidelines and is urging companies to formally adopt these.

AIM Reform: ShareSoc has on many occasions objected to the excessively light touch regulation of the AIM market, the poor governance record and high failure rate of companies which have chosen to list there.

Company Campaigns

Current company campaigns include Redcentric (misstatement of accounts), RBS (shareholder engagement), Blancco (misstatement of accounts) and a VCT Subgroup which monitors the sector. We continuously review the behaviour of companies on behalf of individual investors and will establish further formal campaigns where such action is warranted.

A major focus for 2018 was the Beaufort Securities insolvency, which threatened the ring-fenced assets of several thousand UK individual investors. With the able assistance of Nandish Haria, ShareSoc was very active in assisting investors, getting our preferred candidates onto the Creditors Committee and bringing pressure on the government and the administrators to find a reasonable solution. We continue to press the government for improvements to the Special Administration Regime, to ensure that supposedly ring-fenced assets are protected.

We are currently monitoring the situation at Patisserie Valerie, and may establish a formal campaign in due course if we believe we can be effective in improving investor outcomes.

Consultations

ShareSoc responded to a plethora of industry, regulatory and government consultations in 2018. This work has an effect on the treatment of all individual investors, and requires a huge input of director time, mostly in conjunction with our friends in UKSA. We welcome help from members with expertise in the relevant subject matter. Of particular note in 2018/9 is the work we have done with the Kingman consultation which has helped to achieve the announced reform of the FRC.

Europe

ShareSoc remains a member of Better Finance and of the Worldwide Federation of Investors. We actively participate in meetings in order to stay abreast of shareholder issues around the world. We are keen to ensure a level playing field for international investors to buy, sell and vote across national borders.

UK Shareholders' Association (UKSA) and SIGnet

ShareSoc and UKSA have continued to cooperate closely on policy matters, and have broadened the scope of cooperation to include education and newsletters. Both boards have recently renewed their expressions of intention to merge, and I am engaged with discussions with my counterpart, Colin Colvin, with a view to making this happen.

We have also been in discussion with SIGnet, an investor networking and education organisation. The intention is for ShareSoc to provide SIGnet with an organisational and membership solution while enhancing ShareSoc's own networking and educational offering. Heads of Terms have been discussed, and the concept is currently being reviewed by SIGnet's regional convenors.

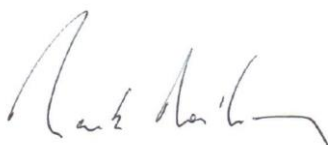
Stan Grierson Award

This year's award goes to Nick Hunt for his able assistance with ShareSoc's GDPR compliance project.

Member Involvement

Your Society relies on Members to assist us in the following ways:

- Subscriptions: we ask Associate Members to become Full (subscribing) Members.
- Membership: we encourage you invite investors from your network to join us.
- Events: we value recommendations of quality investee companies as presenters.
- Newsletter: we value Member write-ups of AGMs, or articles on investment topics.
- Local meetings: we welcome offers of assistance in organising or promoting local meetings or events.
- Consultations – we welcome involvement from members with the relevant expertise and interest



Mark Northway
Chairman

Remuneration Report

Under the Articles of the Society, the Directors may be remunerated for their services and for expenses incurred in attending Board Meetings or otherwise in connection with the services they undertake.

During the year ending 31st December 2018, no remuneration was paid to any Director for their services as a Director and no expenses were paid for attending Board meetings.

For 2019 the Board does not propose to pay any remuneration to the Directors for acting as a Director, although it has been specifically agreed that the Society will cover Penny Shepherd's travel expenses in relation to attending Board Meetings.

Directors' out-of-pocket expenses will be reimbursed where the Chairman considers it justifiable to do so.

The board has agreed to pay recruitment fees to First Flight, a recruitment company associated with Christopher Spencer-Phillips, in relation to the recruitment of new Directors.

ShareSoc co-operates with Mello, a commercial organisation operated by David Stredder. The Board is of the view that such cooperation is of benefit to the Society and to Members.

The Society may, at its discretion, make a one-off payment to Mark Bentley in relation to specification and project management of the second phase of website development.

Registered number

07503076

UK Individual Shareholders Society Limited