

Notice of Annual General Meeting

Notice is hereby given that an Annual General Meeting of the Company will be held at Old Fire Station, 40 George Street, Oxford, OX1 2AQ on Wednesday 15 March 2023 at 13:30 to consider and, if thought fit, pass the following ordinary resolutions:

THE ETHICAL PROPERTY COMPANY PLC ('the Company')
Registered Company Number: 02961327
Annual General Meeting – Wednesday 15 March 2023

Resolutions

The eight resolutions set out below will be voted on at the meeting. To assist you in voting on these resolutions, some background is given below. Please note that an ordinary resolution requires a simple majority (over 50%) of the votes cast to be in favour in order to be passed.

(Ordinary) Resolution One – To receive the audited reports and accounts of the Company for the year ending 30 September 2022.

(Ordinary) Resolution Two – That Moore Kingston Smith LLP be reappointed auditor of the Company to act until the conclusion of the next General Meeting of the Company at which audited accounts are laid before the members, and to authorise the Directors to determine the remuneration of the auditor.

(Ordinary) Resolution Three – To approve the Social Report (including the report on the Social Report by the auditor of the Social Report) for 2021/22, which can be found within the Environmental and Social Impact Report at: <https://www.ethicalproperty.co.uk/investment/our-performance>

(Ordinary) Resolution Four – That Heidi Fisher MBE of Make an Impact CIC be reappointed as the auditor of the Social Report for the financial year 2022/23.

(Ordinary) Resolution Five – To approve the Environmental Report (including the report on the Environmental Report by the auditor of the Environmental Report) for 2021/22, which can be found within the Environmental and Social Impact Report at: <https://www.ethicalproperty.co.uk/investment/our-performance>

(Ordinary) Resolution Six – That Environmental Monitoring Solutions be reappointed as the auditor of the Environmental Report for the financial year 2022/23.

(Ordinary) Resolution Seven – To elect **Mark Hannam** as a Director of the Company, who, having been unanimously recommended by the Directors, offers himself for appointment as a Director of the Company pursuant to article 62 of the Articles of Association.

(Ordinary) Resolution Eight – To elect **Jennifer Ekelund** as a Director of the Company, who, having been unanimously recommended by the Directors, offers herself for appointment as a Director of the Company pursuant to article 62 of the Articles of Association.

Date: 14/02/2023

BY ORDER OF THE BOARD

Registered office: The Old Music Hall, 106-108 Cowley Road, Oxford, OX4 1JE



Andrew Higson, Company Secretary

BACKGROUND TO THE RESOLUTIONS

(Ordinary) Resolution One

The full audited accounts for 2021/22 are enclosed together with these resolutions.

(Ordinary) Resolution Two

Kingston Smith LLP were appointed as auditor of the Company at the 2018 AGM and have been reappointed annually since, and we are pleased to recommend their continued engagement under their name of Moore Kingston Smith LLP.

(Ordinary) Resolution Three & Four

Under article 31.2 (a) and (b) of the Articles of Association the Board are required to propose these resolutions to enable shareholders to approve the Social Report and to appoint a Social Report auditor.

(Ordinary) Resolution Five & Six

Although not required by the Articles of Association, the Board are proposing these resolutions to enable shareholders to approve the Environmental Report and to appoint an Environmental Report auditor.

(Ordinary) Resolution Seven

The Board of Directors are recommending to the AGM the appointment of **Mark Hannam** to the Board. A brief biography is enclosed, and Mark will speak briefly at the AGM highlighting his experience and skills and explaining why he wishes to join the Board.

(Ordinary) Resolution Eight

The Board of Directors are recommending to the AGM the appointment of **Jennifer Ekelund** to the Board. A brief biography is enclosed, and Jennifer will speak briefly at the AGM highlighting her experience and skills and explaining why she wishes to join the Board.