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BRITISH FENCING ASSOCIATION LIMITED
COMPANY REGISTRATION NUMBER 1917099
("the Company")

NOTICE OF EXTRAORDINARY GENERAL MEETING

An Extraordinary General Meeting (the "Meeting") of the Company will be held at 9.30am on Wednesday 25th March 2026 at the ODI offices, 4 Millbank, London, SW1P 3JA.

The purpose of this Extraordinary General Meeting is to invite the membership to vote on, an amendment to the Company's Articles of Association.

The amendment is being presented by the Directors to ensure that the British Fencing Board consists of a diverse set of directors with the collective professional skillset required to support the executive team to deliver against the strategy whilst continuing to deliver the services of a National Governing Body to the sport, its members and its funding bodies. Please see the accompanying [invitation from the Chair of the Board](#) providing more information on this.

The Amendments are as follows and are proposed as a single special resolution. The resolution will pass if 75%+ of votes cast are in favour.

Resolution 1: to amend the Articles of Association of BF as follows:

1. Article 1.15 - change the word 'eight' to 'four';

*1.15. 'Elected Director' means one of the ~~eight~~ **four** Directors elected from the Association's membership in accordance with these Articles;*

2. Article 44 - 15 - change the word 'eight' to 'four';

*44. If there are more candidates for election to the ~~eight~~ **four** Elected Directorships than there are vacancies there shall be an election by ballot in which all Qualifying Voting Members will be entitled to participate.*

3. Article 39 – change the word 'eight' to 'four'; and the word 'one' to 'five'. Delete the word 'an' and insert an 's'

*39. Subject to the possible appointment of an Additional Director under Article 53 the maximum number of Directors shall be twelve, of whom ~~eight~~ **four** shall be Elected Directors as provided below, three (including the Chair of the*

Association) shall be appointed as Independent Directors and ~~one~~ **five** shall be appointed as ~~an~~ Appointed Directors.

4. Article 40 – change the word ‘eight’ to ‘four’; and the word ‘one’ to ‘five’. Insert an ‘s’

*40. There shall be ~~eight~~ **four** Elected Directors of the Association and every Elected Director must be a Voting Member. There shall be three Independent Directors being the Chair of the Association and two other Independent Directors. There shall be ~~one~~ **five** Appointed Directors. In addition there may be one Additional Director appointed if article 53 so requires.*

5. Article 48.1 – change the word ‘one’ to ‘five’, insert an ‘s’, replace ‘may’ with ‘must each’, replace ‘the Appointed’ with ‘each Appointed’

*48.1. The Directors shall appoint up to three Independent Directors in accordance with the description at Article 40, on such terms and for such period as they think fit, and ~~one~~ **five** Appointed Directors (who ~~may~~ **must each** be a Member) on such terms and for such period as they think fit to provide the Board with such skills and expertise as the Directors judge will further the interests of the Association. The appointment of each Independent Director and ~~each the~~ Appointed Director shall be subject to the approval of that appointment at the next Annual General Meeting of the Association following that appointment.*

6. Article 55. – add the sentence ‘No Director (Elected, Independent or Appointed) shall serve for more than eight consecutive years’

*55. Each Elected Director shall be elected to office for a term of four years and no Director shall be elected for more than two consecutive terms and shall be prohibited from standing for election for a third consecutive term. **No Director (Elected, Independent or Appointed) shall serve for more than eight consecutive years.***

Formal business: Action to be taken

If you wish to attend the AGM (in-person only) please complete the [registration form here](#) by 9.30am on 23rd March 2026.

If you would like to vote on the resolutions but are unable to attend the meeting you may exercise your vote by proxy. To do so you must complete the [online proxy form which can be found here](#). Please complete and submit in accordance with the instructions. Forms of proxy must be submitted no later than 48 hours before the time appointed for the Meeting.

Yours faithfully



GEORGINA USHER, CEO, British Fencing Association Limited
By order of the Board