

BRITISH EQUITY COLLECTING SOCIETY LIMITED
Company No: 3547531

NOTICE is hereby given that the Thirteenth Annual General Meeting (“the Meeting”) of British Equity Collecting Society Limited (“the Company”) will be held on:

Wednesday 7th December 2010 at 1.30pm
in The Crush Room, The Royal Opera House,
Covent Garden, London WC2E 9DD

for the purposes of considering , and if thought fit, passing the following resolutions:-

ORDINARY BUSINESS

- 1. To receive and approve the Minutes of the Twelfth Annual General Meeting held on Friday 10th December 2010.**
- 2. To receive and consider, and if thought fit, approve the Director’s Report and Financial Statements of the Company for the year ended 30 April 2011, and the Auditor’s report thereon.**
- 3. To consider, and if thought fit, pass a resolution that the auditors of the Company, Hard Dowdy (a trading style of Chantrey Vellacott DFK LLP), be reappointed as auditors of the Company, to hold office from the conclusion of the meeting until the Annual Report and Financial Statements are next laid before the Members, and that their remuneration be determined by the Directors.**

SPECIAL BUSINESS

The Meeting will also consider, and if thought fit, pass a special resolution to the effect that Articles of Association of the Company be amended and adopted to allow:

- (a) for one member of the Board of Management of the Company to be appointed by the Council of the Personal Managers’ Association Limited;
- (b) for an alternate to be nominated and appointed to act as the Board Member of the Company appointed by the Management Committee of the Co-operative Personal Management Association or as the Board Member of the Company appointed by Council of Management of the Personal Managers’ Association Limited, when the current nominee is unable to attend and vote at meetings; and
- (c) for one of the two independent members of the Board of Management of the Company who may currently be appointed by the Board of Management of the Company (but who must not be a member of the Council of Management of Equity) to be the person appointed by the Board of Management to act as Chief Executive of the Company;
in accordance with changes highlighted in Section 1 of the Rule Change Proposal published with this Notice.

In this regard the following resolution will be proposed to the Meeting as a Special Resolution:

- 4. “That the Articles of Association of the Company produced to the Meeting and marked “A” for the purposes of identification, be adopted as the Articles of Association of the Company in substitution for, and to the exclusion of the existing Articles of Association of the Company”.**

In the event that resolution 4 is not passed by the Members at the Meeting, the Meeting will consider, and if thought fit, pass a special resolution that the Articles of Association of the Company be amended to allow for one of the two independent members of the Board of Management of the Company who may currently be appointed by the Board of Management of the Company (but who must not be a member of the Council of Management of Equity) to be the person appointed by the

Board of Management to act as Chief Executive of the Company in accordance with changes highlighted in Section 2 of the Rule Change Proposal published with this Notice.

In this regard the following resolution will be proposed to the Meeting as a Special Resolution:

5. "That the Articles of Association of the Company produced to the Meeting and marked "B" for the purposes of identification, be adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association of the Company".

By Order of the Board: Tayyiba Nasser, Company Secretary

November 2011.

From the date of this Notice until conclusion of the AGM copies of the proposed new Articles of Association in the forms marked "A" and "B" are available for inspection at the Company's registered office (Guild House, Upper St Martin's Lane, London WC2H 9EG) during normal business hours on any weekdays (Saturdays, Sundays and public holidays excepted) or by Members emailing becs@equity.org.uk with a request for a copy to be emailed to the email address of the Member previously notified to the Company.

A Member entitled to attend and vote at the meeting is entitled to appoint a proxy and, in a poll, to vote in his stead. A proxy may demand, or join in demanding, a poll. A proxy need not be a Member of the company.

Proxy forms are sent to Members with the 2011 Annual Report and Statement of Accounts for 2011. Further copies can be obtained by telephoning 020 7670 0350 or by emailing becs@equity.org.uk.

To be effective forms must be completed, signed and returned as set out in the form **by no later than 10am on Monday 5th December 2011.**

British Equity Collecting Society Limited - Registered Office: Guild House, Upper St Martins Lane, London WC2H 9EG Registered in England no 3547531