**Company number: 03216897**

**JUSTICE** (the “Company”)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

proxy form for annual general meeting

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ [NAME OF MEMBER]

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ [ADDRESS OF MEMBER]

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**Before completing this form, please read the explanatory notes set out below.**

I, being a member of the Company, appoint the Chairperson of the meeting or (see note 3 below)

|  |
| --- |
|  |

as my proxy to attend, speak and vote on my behalf at the annual general meeting of the Company to be held on 16 October 2024 at 5:30 p.m (London time) at the offices of Dechert LLP 25 Cannon St, London, EC4M 5UB and online via Teams and at any adjournment of the meeting.

I direct my proxy to vote on the following resolutions as I have indicated by marking the appropriate box with an ‘X’. If no indication is given, my proxy will vote or abstain from voting at his or her discretion and I authorise my proxy to vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is properly put before the meeting.

|  |  |  |
| --- | --- | --- |
| **ORDINARY RESOLUTIONS** | For | Against |
| Appointment of Council Members |  |  |
| Appointment of the Chair of the Board |  |  |
| **SIGNATURE OF MEMBER** | | **DATE** |
|  | |  |

**Notes to the proxy form**

1. As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
2. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
3. A proxy does not need to be a member of the Company but must attend the meeting to represent you. To appoint as your proxy a person other than the Chairperson of the meeting, insert their full name in the box. If you sign and return this proxy form with no name inserted in the box, the Chairperson of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairperson, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairperson and give them the relevant instructions directly.
4. To direct your proxy how to vote on the resolutions mark the appropriate box with an “X”. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
5. To appoint a proxy using this form, the form must be:
   * + 1. completed and signed;
       2. sent via hard-copy, emailed or delivered to the Company at The Justice Hub, 1 Paternoster Lane, London, EC4M 7BQ for the attention of Samantha Burridge, [sburridge@justice.org.uk](mailto:sburridge@justice.org.uk); and
       3. received by the Company no later than 15 October 2024 at 17:00 p.m. (London time).
6. In the case of a member which is a company, this proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
7. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
8. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also applies in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
9. Termination of proxy appointments
   1. In order to revoke a proxy instruction, you will need to inform the Company using one of the following methods:
      1. By sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to *The Justice Hub, 1 Paternoster Lane, London, EC4M 7BQ* for the attention of *Samantha Burridge*. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.
      2. By sending an e-mail to [*sburridge@justice.org.uk*](mailto:sburridge@justice.org.uk)*.*
   2. In either case, the revocation notice must be received by the Company no later than the start of the meeting or the adjourned meeting to which it relates.
   3. If you attempt to revoke your proxy appointment but the revocation is received after the time specified in note 10(b) above then, subject to the paragraph directly below, your proxy appointment will remain valid.