



## FOUNDATION OF HEARTS LIMITED

### 2018 Annual General Meeting

#### Chairman's letter and notice of meeting

Dear Member

I have pleasure in inviting you to attend our fifth Annual General Meeting, which will be held in the Gorgie Suite at Tynecastle Park on Wednesday, 19 December at 6.00 p.m. The formal notice of meeting is set out on page 3 of this document.

On our website<sup>1</sup>, you will find a copy of the financial accounts for the year ended 30 June 2018.

The AGM is an opportunity for members to express their views directly with the board, and I hope you will take the opportunity to do so. If you cannot attend, you may appoint a proxy to attend, speak and vote in your place. A proxy form is available on our website. Information on the completion and return of the proxy form is included in the notice of meeting and in the notes to the form. To be valid, the signed form must reach the Foundation by no later than 6.00 p.m. on Monday, 17 December 2018.

At the AGM, two places on the Foundation board will fall to be filled. A ballot is being held, and we will announce the result of the ballot at the AGM. Full details of the candidates for the vacant place and the ballot arrangements have been provided to members.

On the day of the AGM, the Gorgie Suite will be open from 5.15 p.m. for member registration. Please plan to arrive before 6.00 p.m. to allow enough time for registration, bringing your attendance card with you. The attendance card is attached to your proxy form.

At the AGM, time will be set aside for members' questions. If you would like to submit a question in advance, you can write to us with your question at c/o Heart of Midlothian FC, Gorgie Road, Edinburgh EH11 2NL or contact us at [info@foundationofhearts.org](mailto:info@foundationofhearts.org). Questions relating to the business of the meeting will be answered, but the chairman may decline to give

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<sup>1</sup> <https://www.foundationofhearts.org/>

answers to questions which are irrelevant to the Foundation or would result in the disclosure of confidential information.

Members who have general queries about the meeting may e-mail us at [info@foundationofhearts.org](mailto:info@foundationofhearts.org).

After the AGM has concluded, a separate general meeting will be held to consider and, if thought fit, pass a resolution approving the governance proposals which we have issued to our members today. The document sent to members contains the notice of meeting.

Yours sincerely

**Stuart R Wallace**

Chairman

27 November 2018

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the fifth Annual General Meeting (the **Meeting**) of Foundation of Hearts Limited (the **Company**) will be held at the Gorgie Suite, Tynecastle Park, Gorgie Road, Edinburgh EH11 2NL on Wednesday, 19 December 2018 at 6.00 p.m. to transact the following business:

1. To consider the Company's financial accounts for the year ended 30 June 2018, together with the directors' report.

*The directors will present the report and accounts at the Meeting. Members will have received a copy with this notice of meeting.*

2. To declare the result of the ballot to elect directors.

By order of the Board,

**Stuart R Wallace**

Chairman

Foundation of Hearts Limited

Collins House, Rutland Square, Edinburgh, Midlothian EH1 2A

27 November 2018

### NOTES

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 the Meeting, and you should have received a proxy form with this notice of meeting. A proxy does not need to be a member of the Company, but must attend the Meeting to represent you.
2. You can only appoint a proxy using the procedures set out in the notes to the proxy form. To be effective, the form of proxy must be completed in accordance with the instructions and (a) received by the Company at c/o Heart of Midlothian FC, Tynecastle Park, Gorgie Road, Edinburgh EH11 2NL, or (b) attached to an e-mail and sent to the Company at [info@foundationofhearts.org](mailto:info@foundationofhearts.org), in each case so as to be received no later than 6.00 p.m. on Monday, 17 December 2018.
3. You may not use any electronic address provided either in this notice of annual general meeting or in any related documents (including the proxy form) to communicate with the Company for any purposes other than those expressly stated.