



Minutes of the Annual General Meeting of the Investor Relations Society

Held on Tuesday 21 June 2011

At 5-7 Carlton Gardens, London SW1Y 5AD

Board present:

Richard Davies (Chairman)
John Dawson (Deputy Chairman)
Ian Arnold (Treasurer)
Michael Mitchell (General Manager)
Emma Burdett
Richard Carpenter
Rebecca Ford
Reg Hoare
Karen Keyes
Claire Jenkins
Al Loehnis
Keith Russell
Lisa Williams

Apologies from:

Gary Leibowitz
Mark Hynes

Company Secretary:

Hazel Jarvis

Full Members: 23

Proceedings of the day

The Chairman, Richard Davies, noted that a quorum was present and opened the meeting.

The Chairman welcomed the members to the meeting and thanked Citi's ADR department for hosting the meeting and the reception. The Chairman noted that this would be his last presentation before handing over to the new Chairman, John Dawson and Deputy Chairman, Karen Keyes. The Chairman then made a presentation outlining the achievements of the Society during 2010 and noted that confidence in the corporate sector had started to recover and this had been reflected in the fortunes of the Society. Membership of the

Society was once again increasing and the Society's education and CIR programmes had attracted increased numbers of participants.

The Chairman noted that the Society had improved its marketing activities, and thanked service providers for their sponsorship and support.

Finally, he thanked the Board and the Executive team for their support during the last two years.

The Treasurer then presented the financial results for the year ended 31 December 2010. He noted that the Society had broken even showing a small surplus of £2,600 against a deficit of £22,400 in 2010. The Society continues to show a strong cash position of over £300,000 at the end of 2010. The Treasurer then reviewed the four key performance indicators which were used to measure the success of the Society, all of which had been achieved, except for membership, which had fallen below the target of 600 in 2010, due to the adverse economic climate. However, he announced that currently membership had once again exceeded the 600 target.

The Chairman then requested questions from the floor. There were no questions.

The Chairman then moved onto the formal part of the business and informed the floor that he would disclose the proxy vote percentage "for", "against" and "vote withheld" in accordance with best practice guidelines following a vote by full members present on a show of hands.

Ordinary business

1. It was RESOLVED THAT the audited accounts for the year ended 31 December 2010 be hereby adopted.
Hand count: "For" 19 "Against" 0 "Withheld" 0
2. It was RESOLVED THAT Gillian Karran-Cumberlege be and is hereby appointed a Director of the Society.
Hand count: "For" 18 "Against" 0 "Withheld" 0
3. It was RESOLVED THAT Sue Scholes be and is hereby appointed a Director of the Society.
Hand count: "For" 18 "Against" 0 "Withheld" 0
4. It was RESOLVED THAT Ian Arnold be and is hereby appointed a Director of the Society.
Hand count: "For" 18 "Against" 0 "Withheld" 0
5. It was RESOLVED THAT Richard Davies be and is hereby appointed a Director of the Society.
Hand count: "For" 18 "Against" 0 "Withheld" 0
6. It was RESOLVED THAT Mark Hynes be and is hereby appointed a Director of the Society.

Hand count: "For" 19 "Against" 0 "Withheld" 0

7. It was RESOLVED THAT Al Loehnis be and is hereby appointed a Director of the Society.

Hand count: "For" 18 "Against" 0 "Withheld" 0

8. It was RESOLVED THAT Mike Mitchell be and is hereby appointed a Director of the Society.

Hand count: "For" 18 "Against" 0 "Withheld" 0

9. It was RESOLVED THAT Keith Russell be and is hereby appointed a Director of the Society.

Hand count: "For" 18 "Against" 0 "Withheld" 0

10. It was RESOLVED THAT Cook and Partners be and are hereby reappointed as Auditors to hold office until the conclusion of the next Annual General Meeting

Hand count: "For" 19 "Against" 0 "Withheld" 0

11. It was RESOLVED THAT the Directors be and are hereby authorised to agree Cook and Partners remuneration.

Hand count: "For" 19 "Against" 0 "Withheld" 0

There being no further business the Chairman thanked the members for attending the meeting which was duly adjourned at 6.00pm.