

Appendix 3 – Proxy Form

THE FELL RUNNERS ASSOCIATION LIMITED (the "Company")

Annual General Meeting 2016

Proxy Form

[NAME, ADDRESS AND MEMBERSHIP NUMBER OF MEMBER]

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

I / we, being a member of the Company, appoint the Chairman of the meeting or (**see note 3**)

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as my proxy to attend, speak and vote on my behalf at the Annual General Meeting of the Company to be held on Sunday 10 July 2016 at 2.00 pm 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.

RESOLUTION	For	Against
2. Adoption of the minutes of the 2015 Annual General Meeting of the Company.		
3. Special Resolutions - None		
4.1. Ordinary Resolution – Adoption of the Executive report		
4.2 Ordinary Resolution – Adoption of the Treasurer’s Report and the accounts of the Company for the period 1 January 2015 to 31 December 2015.		
4.3. Ordinary Resolution – (a) to (d) Election of Officers and other members of the Executive Committee.		
5. Appointment of auditor		

Note: there is no requirement for voting on resolutions 4.3 (a) to (d), if in the case of each post detailed at article 22 (a) (i) to (xvi) of the Company’s articles of association, there is only a single nominee at the time that nominations close, and thus those posts will be filled by the nominees unopposed.

Signature	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 Chairman 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 Chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, 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 Chairman and give them the relevant instructions directly.
5. 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.
6. To appoint a proxy using this form, the form must be:
 - completed and signed;
 - sent or delivered to the Company Secretary at School House, Wickersgill, Penrith, Cumbria, CA10 3QJ
 - ideally received by the Company Secretary no later than 4.00 pm on 26 June 2016.
7. 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.
8. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).
9. 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.