



LTA

The National Tennis Centre
100 Priory Lane, Roehampton
London SW15 5JQ

T 0208487 7000
www.lta.org.uk
info@lta.org.uk

NOTICE is hereby given that the **ANNUAL GENERAL MEETING** of **LAWN TENNIS ASSOCIATION LIMITED** (the “**Company**”) will be held on Thursday 27 May 2021 at 10.30 am at the National Tennis Centre, 100 Priory Lane, Roehampton, London, SW15 5JQ (and virtually by video call, accessed following the instructions set out below) to consider and, if thought fit, to pass the following resolutions, which will be proposed as ordinary resolutions (but with resolution 3 requiring two-thirds of members present and entitled to vote, to vote in favour in order to pass it):

1. To receive the Company’s finance and governance report and audited financial statements for the financial year ended 31 December 2020 as approved by the board of directors of Lawn Tennis Association Limited.
2. To re-appoint PricewaterhouseCoopers LLP as auditors of the Company until the conclusion of the next annual general meeting of the Company.
3. To approve the amendments to the Rules of the Company, as set out (in tracked changes) in the attached appendix.

By order of the Board

P S Woodman

.....
Pamela Woodman
Company Secretary

7 May 2021

Notes:

1. A member of the Company may appoint another person (a ‘proxy’) to exercise all or any of their rights to attend and to speak and vote on their behalf at the meeting. A proxy need not be a member of the Company.
2. To be valid, a proxy notice (and any authority under which it is signed) must be lodged with the Company by e-mail to sheila.wall@lta.org.uk not less than 48 hours before the start of the meeting. A proxy notice accompanies this notice.
3. Completion and return of a proxy notice does not preclude a member from attending and voting at the meeting itself, provided that the proxy appointment has been revoked by the member by delivery to the Company of a notice in writing revoking the proxy appointment, such revocation to be received by the Company not less than 48 hours before the start of the meeting.

4. In order to attend the annual general meeting virtually by video call, a member (or their duly appointed proxy) will require to register for the video call (in advance of the annual general meeting) via the following link:
https://us02web.zoom.us/webinar/register/WN_-9trMYz7Rn6HzjWxlpBYmq
5. Upon registering, the link to join and attend the meeting via Zoom video call will be sent to the person who has registered. Upon joining the meeting, the camera and microphone on that person's device will automatically be disabled – so that person will not be able to be seen or heard. However, the presenters will be able to be seen and heard throughout. If the presenters cannot be seen or heard, please check that the volume is turned up on the device being used to access the video call.
6. Telephone dial in details will be sent at the same time. However, given that it is not possible to vote or speak at the meeting via the telephone dial in, any member (or duly appointed proxy) joining in this way will not form part of the quorum of the annual general meeting, and will be deemed to be an 'observer' and not an 'attendee' of the annual general meeting.
7. Other than where the chairman of the meeting (in their completed proxy notice) has been appointed by the relevant member as their proxy to vote on the resolutions, voting on the resolutions will be conducted through Zoom's 'Chat' feature but will only be available to those members (or their duly appointed proxies) attending the meeting on the Zoom video call. The text of the resolutions will appear on screen with instructions on how to submit a vote. The vote results received via the 'Chat' feature will be checked in order to verify that only those eligible to vote have done so and then all eligible votes (including those made by the chairman of the meeting as appointed proxy) will be counted.
8. For those on the Zoom video call, there will be an opportunity to ask questions by clicking on the 'Raise Hand' icon, which will be on the screen. When it is appropriate for the question to be asked, the question asker's name will be called out and their microphone (audio) unmuted. Once the question has been answered, that person's microphone (audio) will be muted again.
9. If any technical issues are experienced throughout the meeting, please click on the 'Chat' feature on the screen and type a question and a member of the Technology team will be on standby to assist during the annual general meeting.

APPENDIX

LTA Rule 3 (Composition of the Board)

Subject to the Companies Acts and the Articles, the Board shall ordinarily be comprised of: (i) the Chairman; (ii) the President; (iii) the Deputy President; (iv) the chairperson of the Tennis Development Committee; (v) two Council Board Members; (vi) ~~five~~^{four} Independent Board Members; (vii) the Chief Executive; (viii) the Finance Director; and (ix) no more than ~~one~~^{two} executives recommended by the Chief Executive and the Board Nominations Committee. The nomination and election procedures for these roles are set out in Rules 7 to 10, Rule 14 and in the Standing Orders.

LTA Rule 10 (Nomination of Independent Board Members)

On the recommendation of the Board Nominations Committee, the Board shall appoint ~~five~~^{four} Independent Board Members. The appointments shall be reported to the next meeting of Council.

LAWN TENNIS ASSOCIATION LIMITED (the “Company”) ANNUAL GENERAL MEETING AT 10.30 AM ON THURSDAY 27 MAY 2021

Contents

Agenda for the 2021 annual general meeting

Minutes (in draft for confirmation of the meeting) of the annual general meeting held on 20 May 2020

A copy of the Company’s finance and governance report approved by the board of directors of the Company, incorporating the audited financial statements for the financial year ended 31 December 2020, accompanies the notice of annual general meeting

AGENDA

1. WELCOME

2. QUORUM

3. MINUTES

Request for confirmation as a correct record of the minutes of the annual general meeting held on 20 May 2020.

4. FINANCE DIRECTOR'S REPORT

5. ORDINARY RESOLUTIONS

To consider and, if thought fit, approve the following ordinary resolutions:

- I. To receive the Company's finance and governance report and audited financial statements for the financial year ended 31 December 2020, as approved by the board of directors of Lawn Tennis Association Limited.
- II. To re-appoint PricewaterhouseCoopers LLP as auditors of the Company until the conclusion of the next annual general meeting of the Company.
- III. To approve the amendments to the Rules of the Company, as set out (in tracked changes) in the appendix attached to the notice of annual general meeting.

6. PRESIDENT'S ADDRESS

7. ANY OTHER BUSINESS

LAWN TENNIS ASSOCIATION LIMITED
(company number 07459469)

Minutes of the annual general meeting of Lawn Tennis Association Limited (the “Company”) held on Wednesday 20 May 2020 at 10.30 am at The National Tennis Centre, 100 Priory Lane, Roehampton, London SW15 5JQ and via Zoom webinar.

1. CHAIR

David Rawlinson (President) was appointed chair of the annual general meeting (“Chair”).

2. NOTICE OF MEETING

Notice of the annual general meeting (“Notice”) had been given in terms of article 36 of the Company’s articles of association.

3. QUORUM

Proxies for twenty six members of the LTA were present via Zoom webinar. A record of the proxies for those members has been retained by the LTA. Both the Chair and Simon Steele (Finance Director) were in attendance in person at The National Tennis Centre.

Accordingly, the Chair declared that a meeting had been constituted and that the meeting was quorate (in accordance with article 38(2) of the articles of association of the Company) and so declared the meeting open.

In addition, there were also in attendance at the meeting (via Zoom webinar), seventeen officers and members of the Council of the Company, the Chairman, the Chief Executive Officer and the Company Secretary.

4. MINUTES OF LAST ANNUAL GENERAL MEETING

The minutes of the annual general meeting held on 16 May 2019 and of the general meetings held on 9 October 2019 and 26 February 2020 were each confirmed as a correct record.

5. FINANCE DIRECTOR’S REPORT

The Finance Director addressed the meeting.

6. BUSINESS OF THE MEETING

The resolutions set out in the Notice were duly proposed and voted upon.

In accordance with the requirements of section 282 of the Companies Act 2006 (ordinary resolutions), the members of the Company RESOLVED:

- 4. To receive the Company's finance and governance report and audited financial statements for the financial year ended 31 December 2019.
- 5. To re-appoint PricewaterhouseCoopers LLP as auditors of the Company until the conclusion of the next annual general meeting of the Company.

7. PRESIDENT'S ADDRESS

The President addressed the meeting.

8. ANY OTHER BUSINESS

There being no other business, the annual general meeting closed at 11.20 am.

.....
Chair