

Notice of 35th Annual General Meeting

Notice is hereby given that the next Annual General Meeting ("Meeting") of Marine Conservation Society ("Company") will be held on:

Tuesday 10 November 2026 at 7.00pm
accessible remotely via Zoom

for the following purposes:

1. To approve the Minutes of the 34th Annual General Meeting held on 13 November 2025.
2. To note the Financial Statements for the Year Ended 31 March 2026 and the Reports of the Trustees and Auditors¹
3. To note the appointment of Saffery Ltd as the Auditors of the company until the next AGM at a fee to be agreed with the Board of Trustees
4. To note the following changes to the Board of Trustees
 - a. Election of new trustees to the Board of Trustees: ²
 - Philip Bishop
 - b. Election of new Chair to the Board of Trustees: ²
 - Melanie Austen
 - c. Re-election of trustees to the Board of Trustees: ³
 - Polly Burns
 - Rebecca Rodney
 - d. Resignation of trustees from the Board of Trustees: ⁴
 - Deborah Mahon
 - Will Oulton
 - Rajah Roy
 - Stefano Tiratelli
 - e. Retirement of trustees from the Board of Trustees: ⁵
 - Amanda Nobbs (Chair)

By order of the Board

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| <ol style="list-style-type: none">1. Marine Conservation Society Annual Impact Report and Accounts 2025/26 will be available via the website from 27 October 2026 – www.mcsuk.org/about-us/impact-reports. If you require a hard copy please contact us at the address below.2. Trustees have been appointed by the Board to fill a vacancy subject to section 39.1 of the Articles of Association to hold office until the next AGM where they may be elected to the Board by the Members. Information on all Trustees will be available via the website from 27 October 2026 – www.mcsuk.org/who-we-are/our-trustees3. Trustees have been re-elected to the Board following their initial term subject to section 36.2 of the Articles of Association. They shall serve for a second term of three years and shall, subject to Article 36.3, retire at the third AGM following their re-election.4. Trustees have resigned from the Board by notice in writing subject to section 40.1.4 of the Articles of Association.5. Trustees have retired from the Board at the third AGM following their first election or re-election subject to sections 36.1 and 36.2 of the Articles of Association. |
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Notes to the notice of annual general meeting and proxy form

Appointment of proxies

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 by completing the proxy form provided with this notice of meeting. 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. If your chosen proxy is not the Chair of the meeting, they must attend the meeting to represent you. To appoint as your proxy a person other than the Chair of the meeting, set out their full name on the proxy form. If you sign and return the proxy form with no name set out, the Chair of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chair, 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 Chair and give them the relevant instructions directly.
4. If you do not give your proxy an indication of how to vote on any resolution, your proxy will vote or abstain from voting at their discretion. Your proxy will vote (or abstain from voting) as they think fit in relation to any other matter which is put before the Meeting.

5. To appoint a proxy using the proxy form, the form must be:
 - completed and signed;
 - sent or delivered to the Company Secretary at MARINE CONSERVATION SOCIETY, OVERROSS HOUSE, ROSS-ON-WYE, HEREFORDSHIRE HR9 7US; or emailed to info@mcsuk.org and
 - received by the Company no later than 10am on Monday 9 November 2026.
6. In the case of a member which is a company, this proxy form, or instruction to amend or terminate a proxy instruction, must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
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.

Changing proxy instructions

8. To change your proxy instructions simply submit a new proxy appointment using the method 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. Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact the Company Secretary (details in paragraph 10). 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.

Termination of proxy appointments

9. To revoke a proxy instruction you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to the Company Secretary at the address below (paragraph 10).

Communication

10. Members who have general queries about the Meeting should contact the Company Secretary, JANE AUKER-HOWLETT by post at MARINE CONSERVATION SOCIETY, OVERROSS HOUSE, ROSS-ON-WYE, HEREFORDSHIRE HR9 7US, or email info@mcsuk.org (no other methods of communication will be accepted). All proxy instructions should also be sent to this address.



Company Limited by Guarantee No: 2550966.

Registered Charity No: 1004005 (England and Wales); SC037480 (Scotland).

Marine Conservation Society (The "Company")

Proxy Form

At the Annual General Meeting of the Company to be held on 10 November 2026 and any adjournment thereof:

I (name)

of (address)

a member of Marine Conservation Society hereby appoint the Chair of the Company or if they are not present the chair of the Meeting or*

as my proxy to vote for me on my behalf at the Annual General Meeting of the Company to be held on 10 November 2026 and any adjournment thereof.

Signed:.....

Date.....

*If you do not wish to appoint the Chair or the chair of the meeting, please delete the reference to the Chair/chair of the meeting and insert the name and address of your appointee in the space that follows.

The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll and may contain directions as to how the proxy is to vote on any resolution.

Please email this form to info@mcsuk.org or post to MARINE CONSERVATION SOCIETY, OVERROSS HOUSE, ROSS-ON-WYE, HEREFORDSHIRE HR9 7US to arrive no later than 10am on Monday 9 November 2026.