

**CANADIAN BUSINESS COUNCIL OF DUBAI AND THE NORTHERN EMIRATES**

**2020 ANNUAL GENERAL MEETING OF MEMBERS**

**INFORMATION PACKAGE**

**AND**

**ONLINE VOTING CIRCULAR**

**The meeting will be held on Tuesday, June, 30<sup>th</sup> 2020**

**From 5pm**

**Virtual AGM – Zoom**

**Link will be forwarded closer to the date**

## 1. SOLICITATION OF PROXIES

This Information Circular is provided by the Canadian Business Council Dubai (the **Council**) to inform you of the business to be conducted at the annual general meeting (the **Meeting**) of the members of the Council (the **Members**).

## 2. MEMBERS ENTITLED TO VOTE

The Council's constitution (the **Constitution**) states that all Members are allowed to attend the Meeting. However, pursuant to the Constitution, only full members, associate members and offshore members (i.e. not honorary members) who, according to Council records, have paid their Council dues as of **16<sup>th</sup> June 2020** are entitled to vote at the Meeting (each a **Voting Member**).

Each Voting Member who is an individual is entitled to cast one vote. Each Voting Member who is a corporate Member is entitled to cast two votes on behalf of the corporate Membership as per the Articles of Association 4.6.4.

All voting is online either prior on the day of the AGM. It would facilitate matters if you voted prior.

## 3. BUSINESS TO BE CONDUCTED AT THE MEETING

### 3.1 Report of the Executive Committee

Members will receive a report of the Council's Executive Committee (the **EC**), which will include the minutes of the last Annual General Meeting and a summary of Council activities that have occurred since the last Annual General Meeting. [Please click on the Minutes of the Last AGM meeting held on 28<sup>th</sup> May, 2019](#)

### 3.2 Report of the Honorary Auditor

Members will receive a report of the Honorary Auditor with regard to the Council's accounts for the fiscal year ending 30 April 2020. [Please click on the Financial Audited Reports](#)

### 3.3 Election of Honorary Auditor

The Constitution provides that the auditor of the Council will be selected at each Annual General Meeting of the Council. Accordingly, Voting Members will be asked to consider, and if deemed advisable, appoint Ashok Kapur & Associates to serve as Honorary Auditor of the Council until the next Annual General Meeting.

### 3.4 Election of Executive Committee Members

There are presently seven elected members of the EC, plus two ex-officio members, one ex-officio being the past CBC Chairman and one being a senior resident officer of the Canadian Consulate in Dubai. Voting Members will be asked to elect **five** EC members to hold office for a double two-year term.

Every nomination must be supported in writing by at least two Voting Members (excluding the individual seeking election) and must be confirmed in writing by the Member being nominated. All nominations must be received by the EC not later than **9 June 2020**. A list of proposed EC members will be circulated to the Voting Members not later than **16 June 2020**. – [Please click here to see Nominees Profile and their Personal Video](#)

### 3.5 Other Matters

The Council knows of no amendment, variation or other matter to come before the Meeting other than the matters referred to in the Notice of Meeting and detailed in this Information Circular. However, if any other matter properly comes before the Meeting, the accompanying proxy will be voted on such matter in accordance with the best judgment of the person or persons voting the proxy.

#### **4. DESIGNATION OF CORPORATE REPRESENTATIVE**

Each corporate Member may designate an individual to represent the Corporate Member at the AGM. The form is available online.

#### **5. REVOCABILITY OF PROXY**

A Voting Member who has submitted a proxy may revoke it at any time prior to a vote being cast. If a Voting Member who has given a proxy attends personally at the Meeting, such Voting Member may revoke the proxy at the Meeting and vote in person. A proxy may also be revoked by the Voting Member by delivering a written notice (i) to the office of the Council before the last business day before the day of the Meeting, or (ii) to the Chairman of the Meeting on the day of the Meeting. If any such delivery is made, the proxy is effectively revoked.

#### **6. ONLINE VOTING**

All Voting will take place online.

#### **7. QUORUM FOR MEETING**

At the Meeting, 15% of the Voting Members will constitute a quorum.

#### **8. APPROVAL REQUIREMENTS**

##### **8.1 Ordinary Matters**

Ordinary matters to be considered at the Meeting will require approval by more than 50% of the votes cast by the Voting Members, in person or by proxy.

##### **8.2 Special Matters**

Special matters such as changes to the Articles of Association, require the approval of 75% of the votes cast by the Voting Members, in person or by proxy.