

Registered Office:

Murrayfield Stadium
Edinburgh
EH12 5PF

Edinburgh, 13 October 2025

**NOTICE OF THE 2025 ANNUAL GENERAL MEETING OF THE SCOTTISH RUGBY UNION
(the "Union")**

NOTICE is hereby given that the 2025 Annual General Meeting of the Union will be held in-person at Scottish Gas Murrayfield, Edinburgh, EH12 5PJ and by online meeting platform, on **Wednesday 26 November 2025 at 6.00pm** for the purposes of considering the matters set out on the attached Order of Business and if thought fit, passing the following Resolution:

As an Ordinary Resolution:

1. **THAT** the financial statements of the Union for the financial year ended 30 June 2025 be received.



.....
For and on behalf of the Union
Robert Howat
Company Secretary

1. A member who is entitled to attend and vote is entitled to appoint another person as their proxy to exercise all or any of the member's rights to attend and vote at the Meeting.
2. A proxy need not be a member of the Union.
3. The right to attend and vote is determined by reference to the Union's Register of Members. Changes to the Register of Members less than 72 hours before the scheduled commencement of the Meeting, or adjourned Meeting, will be disregarded in determining the rights of any person to attend and vote and the number of votes they may cast at the Meeting.
4. A sample form of proxy is attached. Proxy registration will be online only but please read the instructions for proxy form use carefully.
5. Members attending the Meeting by electronic means may communicate during the Meeting by using the electronic platform's messaging and telephony service.

EXPLANATORY NOTES

The Resolution on the Notice will be proposed as an Ordinary Resolution. To be passed, a simple majority of those present and entitled to vote, in person, online or by proxy, must vote in favour.

Those attending online are treated as attending “in person”.

Further explanations are given below.

Resolution – Receipt of Financial Statements

The financial statements of the Union will be circulated to the Union’s members in advance of the Meeting. The Resolution seeks the members’ agreement to these being received.

The Custodian Directors recommend the Resolution to you and that you vote in favour.

Election of Custodian Directors

The Order of Business for the AGM includes an item for the election of Custodian Directors.

The election will be conducted at the Meeting as required by the Union’s Articles of Association. The successful candidates will automatically become entitled to join the Union’s Board as Custodian Directors.

As the nomination of candidates is a matter for the members in accordance with the process approved by the Union’s Board, the election is not the subject of a resolution being proposed by the Board.



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SCOTTISH RUGBY UNION

ANNUAL GENERAL MEETING 2025

ORDER OF BUSINESS

WEDNESDAY 26 NOVEMBER 2025 AT 6:00 PM
HYBRID MEETING – IN- PERSON AND BY ONLINE PLATFORM

1. **Opening and Welcome**
 - Quorum and Apologies
 - Notice of Meeting
 - Procedures
 - Opening Remarks
2. **President's Address**
3. **Scottish Rugby Business Update**
4. **Receipt of Financial Statements for FY ending 30 June 2025**
5. **Club Rugby Board (CRB) Report**
6. **Standing Committee on Governance Report**
7. **Noting of Appointment of CRB Members**
8. **Election of Custodian Directors**
9. **Questions**
10. **Close**