



PROXY FORM

**For Class A Members of The Durham Art Gallery 2024 Annual General Meeting
July 6, 2024 at Noon**

The undersigned Class A Member of the Durham Art Gallery hereby appoints the Chair of the AGM or _____ as proxy of the undersigned to represent the undersigned at the Annual General Meeting of Class A Members to be held in-person at The Durham Art Gallery on **July 6, 2024 at 2 p.m.** or at any adjournment or adjournments of said meeting and at such meeting to vote for the undersigned upon any and all matters which may come before the meeting, and to do any and all acts and things which the undersigned might or could do if personally present.

Please refer to the Notice of AGM for the full wording of the below resolutions and the biographical details of Directors who are standing for election at the AGM. The Board recommends that you vote in favour of all resolutions.

I/We desire this form of proxy to be used as indicated by a '✓' in the relevant box below:

1. To approve the minutes of the 2023 Annual General Meeting
2. To approve and adopt the 2024 Amended and Restated By-laws
3. To receive the financial statements of DAG for the year ended December 31, 2023 together with the report of the auditor thereon
4. To reappoint HGK as auditors for the financial year ending December 31, 2024.
5. To authorize the Board to determine the remuneration of the auditors for the financial year ending December 31, 2024.
6. To elect Brian Timmony as a Director

For	Against	Abstain

This proxy revokes any proxy previously given.

DATE

SIGNATURE

NAME OF MEMBER:

NAME OF AUTHORIZED SIGNATORY
(If member is an entity):

1. Each Class A Member has the right to appoint a person to attend and act on its behalf at the meeting other



than the person suggested above. To exercise this right, the Member should insert the name of the person to be appointed in the blank space provided above and strike out the other name.

2. This form of proxy should be dated and must be executed by the proper signing authority of the Member.
3. If not dated in the space provided above, this proxy will be deemed to bear the date on which it was sent to the DAG.
4. If you wish your proxy to cast your votes for or against a resolution you may insert a '✓' in the appropriate box. If you do not wish your proxy to vote on any particular resolution, you may insert a '✓' in the 'Vote Withheld' box. A 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the votes 'For' and 'Against' a resolution. If you do not indicate how your proxy is to vote, you will be deemed to have authorised your proxy to vote or to withhold your vote as your proxy thinks fit. Your proxy will also be entitled to vote at his or her discretion on any other resolution properly put to the AGM.

Please return your Proxy Assignment form to the gallery in person or by email to info@durhamartgallery.com, subject line: 'AGM Proxy Form' by 4:00 P.M. on 4 July 2024