

18<sup>th</sup> October 2024

Dear Member,

### **Business at the annual general meeting ("AGM")**

The business at the forthcoming AGM includes approval of the society's annual report and financial statements for the year ended 30<sup>th</sup> June 2024, election of directors and re-appointment of the society's auditor, Crowe LLP. Information is provided below about all the resolutions proposed, including biographies for the directors standing for election and re-election. Information about the nominations process is in the report of the nominating committee which is available to view on the [society's AGM information webpage](#).

The board welcomes the opportunity to engage with members in person at the AGM and warmly invites you to attend the meeting. The chair will reflect on the society's achievements over the last year and look forward to the year ahead. There will be an opportunity for you to join the discussion and ask questions during the meeting. You may also submit questions before the meeting by email at [agm@cfauk.org](mailto:agm@cfauk.org). We would be delighted to hear from you on the resolutions below or in respect of any other issues that you wish to raise about the society's activities. After the AGM there will be a drinks reception where you can meet with the board members in a less formal setting and continue the conversation. If you wish to attend the AGM please register [here](#).

The resolutions will be proposed as ordinary resolutions which require a simple majority of votes cast to be approved. All members are encouraged to submit their proxy votes on the resolutions set out in the meeting notice to be received no later than 6.15pm on Friday 15<sup>th</sup> November 2024 via the online voting service, a link to which has been emailed to you with your unique access code. Further information about how to submit your proxy votes is set out in the notes to the meeting notice.

#### **Ordinary resolutions**

##### **Resolution 1 – to approve of the annual report and financial statements**

The CFA society of the UK annual report and financial statements for the year to 30<sup>th</sup> June 2024 are available for review on the [society's AGM information webpage](#).

##### **Resolution 2 – to reappoint to the board Kieran Ferguson, CFA**

Kieran Ferguson is Chief Financial Officer at The King's Foundation. Prior to this, Kieran worked at Virgin Money and spent eight years in management roles across risk, the CEO's office, finance and treasury. Latterly, he held the role of Head of Credit Portfolio Management and was responsible for determining credit portfolio strategy for the bank's liquid asset portfolio. Kieran was also appointed to the Virgin Stakeholder Pension Independent Governance Committee (IGC) and served on the Committee for four years overseeing fund performance and value for money for members.

Kieran started his career at Accenture where he worked with banking clients on business transformation and technology projects.

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Kieran was appointed to the CFA UK board in 2020 and is currently chair of the business transition committee. He was previously a member of the nominating committee. He holds a first class honours degree in law and business (LLB Hons) from the University of Edinburgh. Kieran has been a CFA charterholder since 2018.

**Resolution 3 – to reappoint to the board Sylvia Solomon, ASIP**

Sylvia is Chief Operating Officer at Kimura Capital LLP and Chief Investment Officer at Dhow Advisory Ltd. FZCO. Sylvia has over 30 years of investment industry experience on the buy-side, in equities and sustainable investing. She spent 25 years managing a wide range of funds, including pensions, life funds, endowments, unit trusts and hedge funds at firms such as Baring Asset Management, Hermes Investment Management, Ennismore Fund Management and Equitile Investments. Sylvia has also enjoyed C-Suite roles at Alternative Investments boutiques and been responsible for the design and implementation of ESG integrated investment processes in a wide range of asset classes including Private Markets and Trade Finance. Sylvia is recipient of the 2022 CFA Inspirational Leader Award for Education and is a regular contributor to several investment industry stakeholder consultations and publications on regulatory standards and disclosures in Sustainability, ESG and Impact Investing. In addition to serving as a CFA society of the UK Board Director, Sylvia chairs the society's examinations and education committee, and is a member of the sustainability committee. As inaugural chair of the CFA UK Certificate in ESG Investing Panel, Sylvia was instrumental in leading practitioners in the design, development and launch of the Certificate in ESG Investing. This qualification is now under the auspices of the CFA Institute's ESG Advisory Panel, of which Sylvia is a member. Sylvia also serves as a member of the PRI Global Policy Reference Group and is a member of the Alternative Investment Management Association's Global Responsible Investment Committee, where she contributed to the AIMA ESG Handbook 2023.

**Resolution 4 – to appoint to the board Philippe Lenoble, CFA**

Philippe is currently an Operating Partner of Nature Infrastructure Capital, an Operating Advisor of I Squared Capital and a Venture Partner of Planet First Partners.

Until the end of 2022, Philippe was Head of European Infrastructure investments at AustralianSuper. Prior experience has been in Managing Director roles within the infrastructure investment groups of CDPQ and Goldman Sachs, as well as holding a Vice President role with Citigroup European Structured Finance team. As part of his infrastructure investing roles, he sat on the Board or equivalent corporate bodies of various renewable developers, airports, ports and toll roads.

Philippe holds a Master's degree in engineering and finance from the Université Catholique de Louvain (Belgium). Philippe has been a CFA Charterholder since 2004. He is the current chair of the membership experience steering committee, has served on the society's examinations and education committee for eight years and has been active in various other areas of work of the society.

**Resolution 5 – to appoint to the board Mark Pryce, CFA**

Mark has over 20 years' experience in the investment banking, asset management and real estate industries having worked in London, New York, Cape Town and Johannesburg. Mark is currently the Finance Director of Sustainable Development Capital ("SDCL"). SDCL is a multinational asset manager that specialises in environmental infrastructure, energy efficiency and decarbonisation. Prior to joining SDCL, Mark was a member of the executive team responsible for the finance and operations at Atlantic Leaf Properties which was owned by the private equity firm Apollo Global Management. He started his career in financial services at PwC before spending time at Credit Suisse in New York. He has extensive experience in asset management, corporate finance and capital raising and specialises in multinational corporate structures and tax.

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Mark is also a Board member of the Quintin Hogg Trust, a charity supporting the advance of education of students at the University of Westminster and is a qualified chartered accountant as well as being a CFA charter holder and has a Business Science (Business Finance Honours) degree from the University of Cape Town.

**Resolution 6 – to reappoint Crowe LLP as auditors**

The board proposes, through this resolution, that Crowe be reappointed as auditors to hold office from the conclusion of the meeting to the conclusion of the next meeting at which the accounts are laid before the society. Crowe was first appointed as the society's auditors in 2015.

**Resolution 7 – to determine the auditors' remuneration**

The board proposes, through this resolution, to be granted the authority to determine the auditors' remuneration.

**Next steps**

I would be grateful if you could give the resolutions your close attention and vote via our online system (whereby you will be appointing your proxy to vote on your behalf, as you direct, at the AGM). The AGM will be held at 6.15pm on Tuesday 19<sup>th</sup> November 2024 at The Royal College of Surgeons, 35-43 Lincoln's Inn Fields, London WC2A 3PP. To attend the meeting, please pre-register on the [society's events page](#).

Yours sincerely,

**Hilary Eastman, CFA  
Chair  
CFA Society of the UK**