Notice is hereby given that the **Annual General Meeting** of **Marie Curie** (the Company) will be held electronically by Microsoft Teams and at the etc. Venues, County Hall, Belvedere Road, London, SE1 7GP on **Wednesday 18 November 2026** at **9.00am to 09.30am (the AGM)**

AGENDA

1. Minutes of the Annual General Meeting held on 20 November 2025.

ORDINARY BUSINESS
To consider the following ordinary resolutions:

2. To receive the audited Accounts and Annual Report for the period 1 April 2025 - 31 March 2026.

3. To reappoint BDO LLP as auditors of the Company and authorise the Board of Trustees to fix their remuneration.

4. To elect Peter Corfield as a Trustee.

5. To elect Rachael Erskine as a Trustee.

6. To elect Keith Hayward as a Trustee.

7. To elect Dr Mary Miller as a Trustee.

8. To elect Kevin Parry as a Trustee.

9. To elect Rachel Pearce as a Trustee.

10. To elect Charles Penney as a Trustee.

SPECIAL BUSINESS
To consider the following special resolution:

11. Adoption of Marie Curie Articles of Association, as amended. (See explanatory note)

THAT the draft Articles of Association be adopted as the Articles of Association for the Charity, in substitution for, and to the exclusion of, the existing Articles of Association with immediate effect.

Further information about the trustees can be found on the Marie Curie website:
https://www.mariecurie.org.uk/members

- Any member of the Company is welcome to attend the AGM either electronically via Microsoft Teams or in person and is entitled to appoint a proxy to exercise all or any of his/her rights to attend, speak and vote at the AGM. The proxy form (enclosed herewith) should be completed, signed and sent either using the enclosed reply envelope or via email to mariecuriesecretariat@mariecurie.org.uk, to be received no later than **9.00am**

Marie Curie is a registered charity in England and Wales (207994) and Scotland (SC038731).
Registered as a company limited by guarantee in England & Wales (507597). Registered Office: One Embassy Gardens, 8 Viaduct Gardens, London, SW11 7BW.

on Monday 16 November 2026 or not less than 48 hours before any adjourned meeting at which the person named in the proxy form proposes to vote.

- Please include your email address. We will use this to send you a link to attend the AGM. For further information on the Marie Curie Privacy Notice please refer to www.mariecurie.org.uk/privacy.
- You are invited to submit questions to be answered at the AGM or statements to be read out at the AGM either by post or email to mariecuriesecretariat@mariecurie.org.uk to be received no later than **9.00am on Monday 16 November 2026**. Please use "AGM" in the title of your email.

By Order of the Board of Trustees

Kevin Parry OBE
Chair of the Board of Trustees
Dated: 7 October 2026

Please see further information enclosed:

Attachment 1	*Proxy Form*
Attachment 2	*Letter*
Attachment 3	*Postage-paid reply envelope*
Attachment 4	*Frequently Asked Questions*

The following information can be found on the Members' area of the website, https://www.mariecurie.org.uk/members

- Minutes of the last AGM held on 20 November 2025
- Annual Report and Accounts 2025 – 2026
- Marie Curie Articles of Association
  - ❖ the current 2016 Articles of Association;
  - ❖ a 2026 version of the proposed Articles as they would appear if the changes are approved; and
  - ❖ AGM Frequently Asked Questions (FAQs).

Explanatory Note for Item 11:
The Articles of Association ("the Articles") were last updated in November 2016. Certain clauses in the Articles are out of step with current practice and require updating. Other clauses have been updated to reduce administrative costs, simplify governance, and ensure that more of the Charity's resources are directed towards delivering its charitable objectives. The proposed changes will not affect the Charity's charitable objects/purposes, activities, beneficiaries or commitment to stakeholder engagement; they relate solely to the Charity's governance and constitutional arrangements.

The proposed changes to the Articles of Association are summarised below (i) to (ix). For each change, the relevant Article number from the current 2016 Articles is shown in brackets.

i. **REMOVAL Of THE REQUIREMENT TO HOLD AGMs**: There is no longer any requirement under company or charity law for Marie Curie to hold an AGM. Marie Curie only does so because of this Article. Removing this requirement would therefore reduce administrative costs, as general meetings would only be called for significant decisions e.g. further updates to the Articles. (**General Meetings Article 18)**

Thank you to everyone who supports us and makes our work possible.
To find out how we can help or to make a donation, visit mariecurie.org.uk

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ii. **RESTRICT MEMBERSHIP TO CURRENT TRUSTEES:** The proposal going forward is to open membership only to current Trustees, which ends if the member ceases to be a Trustee **(Applications for Membership Article 13)**. This includes removing Article 13.5, those members of the Charity as shown in the registers of the Charity as members for life (registered prior to the 1 April 1993). **(Article 13.5).** As a direct consequence of maintaining an open membership only to current Trustees the **'Classes of Membership' (Article 14)** and **'Termination of Membership' (Article 15)** have been removed.

iii. **TRUSTEE NON ATTENDANCE AT MEETINGS**: An update so that Trustees who are absent without permission of the Chair from three consecutive meetings of the committee and/or board meetings are eligible for removal by the Board. The exemption for absences permitted by the Chair would remain. **(Article 9.9.7)**

iv. **CHAIR'S FIXED TERM APPOINTMENT**: Updated wording to cater for a Board Chair's fixed term appointment. This has been resolved by amending to "'The Chairman shall be elected by members of the Board on such terms as the Board decides. The Chairman shall retain office until the earlier of such time as he reaches the end of any fixed term (without renewal), resigns from the position of Chairman, ceases to be a member of the Board, or is removed from the position of Chairman by a simple majority of the members of the Board (including before the end of any fixed term). Candidates for Chairman must be appointed as a Trustee before being elected as the Chairman. Candidates must be proposed by and seconded by other members of the Board." **(Article 10.5)**

v. **THE REMOVAL OF THE HONORARY TREASURER:** The Honorary Treasurer is no longer used and it is therefore proposed to be removed from the Articles. The Audit and Risk Committee now ensures that the financial audit is efficient and that the procedures are fully implemented. **(Article 10.7)**

vi. **RESOLUTIONS IN WRITING OR IN ELECTRONIC FORM:** Originally any decision taken by the Trustees via a written resolution required unanimous approval, for greater agility this has been altered to a simple majority. **(Article 10.11)**

vii. **AMEND THE QUORUM FOR GENERAL MEETINGS:** The quorum for the Board may be fixed by the Trustees, currently it is set at five in the Articles **(Article 10.8)**, the quorum for general meetings for members (if the membership is to be open to Trustees only) will therefore be changed from seven to five for consistency. **(Article 19.2)**

viii. **AUDITOR APPOINTMENT/RE APPOINTMENT/REMUNERATION:** While the Board may have certain statutory appointment powers in limited circumstances, auditor appointment and reappointment under the Companies Act 2006 is ordinarily a matter for the members. The proposal is to delegate the external auditor remuneration to the Board, whilst retaining the auditor appointment/reappointment for member approval under ordinary resolution. **(Article 25)**

ix. **REMOVAL OF THE SEAL:** There is no longer a statutory requirement for a company to have a common seal, and the seal is no longer used to formally execute documents, so this paragraph is proposed to be removed. **(Article 27)**

A copy of the proposed Articles of Association is available for inspection at [https://www.mariecurie.org.uk/members]. The website contains:

- the current 2016 Articles of Association;
- a version of the proposed Articles as they would appear if the changes are approved; and
- AGM Frequently Asked Questions (FAQs).

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