

Dear Member,

The articles of association of the British Chamber of Commerce for Luxembourg were last updated when the Chamber became an *asbl* in 1992.

The fact that the articles have stood the test of time for twenty-eight years is credit to the original drafting, but the Chamber Council now feels it is appropriate to recommend to the Members that the articles be updated.

A draft of the proposed updated articles is attached. The aim of the updated version, in summary, is:

- to update the wording of the objects of the Chamber to reflect the modern business environment;
- to confirm the neutrality of the Chamber;
- to update the currency references from Luxembourg francs to Euros;
- to clarify that electronic communication may be used in the same way as written communication;
- to specify a system of retirement by rotation for Council members;
- to clarify the relationship between the Council, Executive Committee, and Sub-Committees, which has evolved over the years as the Chamber has expanded its activities;
- to take into account some changes of the law relating to ASBLs; and
- to include in the articles some of the provisions of the law relating to ASBLs, to make the articles a one-stop shop for guidance on how the Chamber should operate.

To amend the articles, the Chamber needs the approval of three-quarters of the Chamber's Members at the Chamber Annual General Meeting, currently pencilled in the diary for 13 May 2020. Votes may be in person or via proxy, but a Member may only hold proxies for five other Members.

We therefore need as many of you as possible to attend the AGM - and further details of this event will be sent round in due course - but we also need those of you who cannot attend to grant a proxy.

We understand that it is of course not possible for Members to be sure if they will be able to attend the AGM, especially this far in advance. We are therefore asking all of you to complete a proxy form, authorising the Chair of the AGM to select a proxy to vote on your behalf from amongst those Members present. If you are able to attend the AGM, then your proxy form will be cancelled and we will ask you if you wouldn't mind holding proxies for up to five Members that were not able to attend.

Please note that the proxy is purely in relation to the articles: it will not prevent you voting for or against any other resolutions that are proposed for the AGM in due course.

The alternative to approving the updated articles at the AGM is to have them reviewed and approved by the courts, but this alternative has of course an associated delay and cost. We are therefore confident that with your support we will have the numbers required!

As part of this process, we would like to take the opportunity to ensure that our membership database is up-to-date, and have therefore included space on the proxy form for your current contact details.

Finally, as a thank you, all Members that return the form and ultimately vote (whether via the proxy or in person, and irrespective of how the vote is cast), will be entered into a draw to win a case of champagne.

If you have any questions on the articles or the process then please do not hesitate to contact the Chamber.

Thank you in advance for your support,

Yours sincerely,

Christopher Clarke, General Secretary

On behalf of the British Chamber of Commerce

January 2020