



Dr Jonathan P Berry

Chair

17 August 2021

Dear Member,

MDDUS Annual General Meeting – 3 September 2021 at 1.00pm

Thank you for choosing to be a member of MDDUS.

As part of your membership, you agreed to be notified in writing whenever documents are available for inspection on the MDDUS website. I am pleased to advise, therefore, that the Board has agreed to convene the Annual General Meeting (AGM) of MDDUS on Friday 3 September 2021 at 1.00pm. The purposes of the meeting are set out in the attached Notice of AGM.

In particular, following the appointment of Mr Satyajit Bhattacharya and Dr Rebecca Sadler as our most recent non-executive directors, the Board has agreed, in accordance with our Articles of Association, to recommend them for re-appointment for three years from the AGM. The Board recommends also the re-appointment of Ms Marian Glen. The biographies of all directors are available on the MDDUS website, and supporting statements for all appointments are included in the Notice.

This will be the final AGM for Dr Robert Donald, Mr Peter McDonald and Dr Linsey Semple. I would like to take this opportunity to thank them for their dedicated service to MDDUS and to wish them well for the future.

This will also be my final AGM, both as Chair and as a non-executive director. As I hand over the reins to our incoming Chair and fellow non-executive director, Professor Iain Cameron, I want to pay tribute and give thanks to the Board for its guidance and expert counsel. Their combined wisdom has not only made my time as Chair easier, but importantly, as we set out in the Annual Report and Accounts, has strengthened the overall position of MDDUS.

Notice of Annual General Meeting

The MDDUS Annual Report and Accounts 2020, the Notice of AGM and a proxy form for use by members are available for inspection and printing on the MDDUS website.* I commend the former to you, emphasising in particular that:

- more doctors and dentists than ever before chose us as their defence organisation, with our membership growing by 2.6 per cent in 2020
- despite the challenges we faced to respond to the impact of Covid-19, we retained our healthy fully-funded financial position throughout the year and into 2021
- we responded quickly and robustly to the challenges our members faced during the pandemic, including making a reduction in subscriptions of up to 75 per cent for dentist members (reduction dependent on sessions already worked)
- we also kept our business purpose to the forefront of our stakeholder engagement activity, taking a clear and unique position in support of our members.

The Board has agreed, in light of the Scottish Government's Coronavirus (Covid-19) guidance, to discourage the physical attendance of members and non-member proxies at the AGM. Members are encouraged instead to vote by proxy. Proxy forms should be returned, by Wednesday 1 September 2021 at 1.00pm, to the following address:

MDDUS, FREEPOST GW3012, GLASGOW G2 4BR

If you have questions relating to the Annual Report and Accounts, which would normally be considered at the AGM, please contact: secretary@mddus.com

Finally, on behalf of the Board, I am pleased to assure you that, during these challenging times, our executive colleagues continue to stand ready to provide you with the first class, timely professional advice and support you would expect from MDDUS.



Dr Jonathan P Berry
Chair

Notice is hereby given that the One Hundred and Eighteenth Annual General Meeting (AGM) of The Medical and Dental Defence Union of Scotland (known as MDDUS) will be held on Friday 3 September 2021 at 1.00pm.

The Board has agreed, in light of the Scottish Government's Coronavirus (Covid-19) guidance, to discourage the physical attendance of members and non-member proxies at the AGM.

Members are encouraged instead to vote by proxy (see Note 1).

The meeting is convened for the following purposes:

Ordinary Resolutions (i.e. resolutions passed by a simple majority)

Annual Report and Accounts

1. To receive and consider the Annual Report and Accounts for the year ending 31 December 2020.

Board appointments

2. To re-appoint Ms Marian Glen who retires at this time under Article 15.6 and offers herself for re-appointment for a term of office of three years as a director.
3. To re-appoint Mr Satyajit Bhattacharya who, having been appointed by the Board since the last Annual General Meeting, ceases to hold office under Article 15.15 and offers himself for re-appointment for a term of office of three years as a director.
4. To re-appoint Dr Rebecca Sadler who, having been appointed by the Board since the last Annual General Meeting, ceases to hold office under Article 15.15 and offers herself for re-appointment for a term of office of three years as a director.

Auditor

5. To re-appoint BDO LLP, Chartered Accountants, as Auditor.
6. To authorise the Board to fix the remuneration of the Auditor.

Dated this day 17 August 2021
By order of the Board

Mr Bryan A. Hislop
Company Secretary

* <https://www.mddus.com/about-us/notice-board/2021/august/notice-of-agm>

Notes

1. A Member normally entitled to attend and vote at the AGM convened by the foregoing Notice is entitled to appoint a proxy to vote in the Member's place. A proxy need not be a Member of MDDUS. An instrument of proxy must, together with any authority under which it is executed or a copy of such authority certified notarially or in some other way approved by the Board, be deposited at MDDUS, c/o The Company Secretary, Mackintosh House, 120 Blythswood Street, Glasgow G2 4EA by **Wednesday 1 September 2021 at 1.00pm**.
2. A vote withheld is not a vote in law and is not counted in the calculation of the proportion of votes for or against a resolution.
3. Information about the candidates for re-appointment (as held in the Register of Directors):

Ms Marian Glen. Service address: c/o MDDUS. Resident: UK. Nationality: British. Occupation: Non-executive director. Date of birth: February 1960.

The Board recommends the re-appointment of Ms Glen to continue her contributions at the Board as an experienced non-executive director and lawyer and as a member of the Audit and Risk Committee.

Mr Satyajit Bhattacharya. Service address: c/o MDDUS. Resident: UK. Nationality: British. Occupation: Consultant surgeon and medical director. Date of birth: November 1962.

The Board recommends the re-appointment of Mr Bhattacharya to continue his contributions at the Board as a practising consultant surgeon and as a member of the Audit and Risk Committee.

Dr Rebecca Sadler. Service address: c/o MDDUS. Resident: UK. Nationality: British. Occupation: Dentist. Date of birth: August 1973.

The Board recommends the re-appointment of Dr Sadler to continue her contributions at the Board as a practising dentist and as a member of the Audit and Risk Committee.

Biographies of all directors are available on the MDDUS website at <https://www.mddus.com/about-us/corporate-governance>

The Medical and Dental Defence Union of Scotland

Mackintosh House
120 Blythswood Street
Glasgow G2 4EA

London office
1 Pemberton Row
London EC4A 3BG

T: 0333 043 4444
Membership Services Department: 0333 043 0000
F: 0141 228 1208
E: info@mddus.com
www.mddus.com

The Medical and Dental Defence Union of Scotland, Registered in Scotland
No 5093 at Mackintosh House, 120 Blythswood Street, Glasgow G2 4EA.

The MDDUS is not an insurance company. All the benefits of membership of MDDUS are discretionary as set out in the Articles of Association.

