

8 February 2012

PETITION FOR ROYAL CHARTER

Dear Member

EGM - 18.00 on Monday 27 February 2012

At the Annual Dinner in November I announced our plans to seek a Royal Charter for the ACT. Since then we have consulted widely with members and the level of support expressed to date has been tremendous.

We have taken soundings from other organisations and interested parties, all of which have been positive. Several bodies have confirmed their support in writing to us including the Bank of England and the FSA, highlighting the high esteem in which they hold both treasurers and the treasury profession.

On 1 February 2012, your Council formally approved the submission of a petition for Royal Charter subject to the approval of Participating Members (voting members) in general meeting.

The Extraordinary General Meeting (EGM) will take place at 18.00 on Monday 27 February 2012 at the ACT's offices, 51 Moorgate, London EC2R 6BH.

At the EGM members will be asked to:

1. Royal Charter approvals

- approve the petition to the Privy Council;
- approve the draft Charter and Bye-laws;
- authorise Council to submit the petition, draft Charter and Bye-laws to the Privy Council; and
- subject to the grant of Royal Charter, authorise Council to transfer the business, assets and liabilities of the existing "limited by guarantee" company ("the Company") to the Charter body;

2. Deal with residual arrangements

- approve new articles of association for the Company. On the transfer of the business all members will become members of the Charter body however new articles of the Company are required to provide for membership of the Company to cease with the exception of Council Members. This will allow Council to deal with all post completion matters, including the dissolving of the Company as and when appropriate.

The draft Charter, Bye-laws and Rules ("Charter documents") are broadly based on our existing Memorandum & Articles of Association ("Constitution"), with some modifications. A summary of the main differences between the existing Constitution and the Charter documents is enclosed. We have taken this opportunity to clarify wording, improve presentation and ensure the provisions are flexible enough to accommodate any changes which we may reasonably wish to make over the next few years. This is because any future amendments to the Charter or Bye-Laws will require Privy Council approval.

Continued overleaf

Full copies of the following documents can be accessed at www.treasurers.org/charter:

- Notice of the EGM (also enclosed with this letter)
- Proxy Form (also enclosed with this letter)
- Petition for the grant of a Royal Charter (**Document A** in the Notice)
- Draft Royal Charter (**Document B** in the Notice)
- Draft Bye-laws (**Document C** in the Notice)
- Draft Rules (for information purposes)
- The existing Constitution of the Company (for comparison purposes)
- Comparison of the key differences between the Constitution of the Company and the draft Charter, Bye-laws and Rules of the Charter body (also enclosed with this letter)
- The new Articles of Association of the Company (**Document D** in the Notice)

If you would like to receive a copy of these documents by post please email charter@treasurers.org and provide your name and preferred mailing address.

You can vote at the EGM in person or by proxy using the form enclosed. So that we know how many members to expect and to meet the building's security arrangements, please let us know by Friday 24 February if you would like to attend in person. You can do this by emailing charter@treasurers.org.

With member approval we will lodge our petition with the Privy Council in early March. If all goes well we should expect to receive grant of Royal Charter later in the year with the Charter effective from 1 January 2013. At this stage we are seeking a Royal Charter for the ACT but in due course we hope to extend Chartered status to individual members. This two-staged approach was recommended by the Privy Council.

If you have any questions on the Charter or the EGM please contact Ria Robinson, Director of Membership and Company Secretary on +44 (0)20 7847 2555 or email rrobinson@treasurers.org.

On behalf of Council, I recommend that you vote in favour of this important development for the ACT and its members. This formal approval by members is important so please do use your vote even if you have already responded to our informal soundings.

Thank you for your support.

Yours sincerely



James Douglas
President

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