

British Dental Association

(the "Company")

(Registered in England and Wales with company number 14161)

Notice of Annual General Meeting

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AGENDA

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the British Dental Association will be held at ExCel London, One Western Gateway, Royal Victoria Dock, London, E16 1XL at 5.15pm on Thursday 25 April 2013 for transaction of the following business:

To consider and, if thought fit, to pass the resolutions set out below of which Resolutions 1 to 4 will be proposed as ordinary resolutions and Resolution 5 will be proposed as a Special Resolution:

ORDINARY RESOLUTIONS

1. To receive and adopt the Company's financial statements for year ended 30 September 2012, including the directors' and auditors' reports, as included in the 9 March 2013 edition of the *British Dental Journal*.
2. To reappoint BDO Stoy Hayward LLP ("BDO") as the Company's auditors to hold office until the next Annual General Meeting and to authorise the Directors to fix their remuneration.
3. That Dr Alasdair Miller be elected President for 2014 – 2015.
4. To decide the time and date of the next Annual General Meeting in 2014.

SPECIAL RESOLUTION

5. That the Memorandum and Articles of Association of the Company be amended as follows:
 1. That in the Memorandum, in the objects clause at 3, insert a new sub clause 3 (3) as follows: 'To provide a range of advisory, educational and support services for members' and renumber the existing sub clause 3 (3) as 3 (4), and renumber all the remaining sub clauses consistent with these amendments
 2. That in Article 31 (C) (1) following the words 'To determine, and review from time to time, the terms and conditions...' insert the following words, in brackets '(including remuneration)...' and following the words '... and all senior staff appointed at the Director grade,...' delete the words '...and to consider recommendations on remuneration from the Finance Committee for all these staff;' and insert the words '...ensuring liaison with the Finance Committee in regard to affordability on remuneration matters'
 3. That under Article 34 (D), add as the third bullet point the following words: 'ensuring value for money in the Association's activities'
 4. That in Article 53 (A), second bullet point, delete the words 'Finance Committee' and insert the words 'Principal Executive Committee'
 5. Delete Article 53 (C) (c)
 6. Delete Article 53 (C) (d)
 7. Insert new Article 53 (C) (c) as follows 'scrutiny of financial matters'
 8. That in Article 59 (A), delete the word 'branches' and insert instead the word 'sections'
 9. That in Article 62 (B), third bullet point, delete the word 'branches' and insert instead the word 'sections'
 10. That in Article 68 (B), following the sentence that ends '...shall be dissolved.' delete the following words: 'In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Chair may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the members present shall be a quorum'

Dated 9 March 2013

BY ORDER OF THE PRINCIPAL EXECUTIVE COMMITTEE

Registered Office: 64 Wimpole Street, London, W1G 8YS

NOTE: A Member entitled to attend, speak and vote at the Meeting is entitled to appoint a proxy who need not be a Member to attend and exercise all or any of his rights at the meeting.