



The Institute of Certified Public Accountants in Ireland

EXTRAORDINARY GENERAL MEETING

17 Harcourt St, Dublin 2 at 11.30 a.m. on 21 February 2024

FORM OF PROXY

I.....a member of the Institute of Certified Public Accountants in Ireland (“CPA Ireland”) hereby appoint the Chairman or his nominee, being a full member of CPA Ireland, or _____, being a full member of CPA Ireland, as my proxy to attend, speak, vote and act for me and on my behalf at the Extraordinary General Meeting (“EGM”) of CPA Ireland to be held on the 21st day of February 2024 and at any adjournment thereof.

I direct my proxy to vote on the resolutions set out in the EGM Notice as instructed and in respect of other resolutions that may arise at the meeting as the proxy thinks fit.

To consider and if thought fit, to pass, the following special resolution:

“That, the proposed amalgamation of the Institute of Certified Public Accountants in Ireland (“CPA Ireland”) and the Institute of Chartered Accountants in Ireland (“Chartered Accountants Ireland”) (the “Proposed Amalgamation”) be approved in principle, provided that prior to the Proposed Amalgamation taking effect:

- (a) the Proposed Amalgamation is approved by the members of CPA Ireland;
- (b) all changes to the bye-laws of Chartered Accountants Ireland necessary to give effect to the Proposed Amalgamation are approved by the members of Chartered Accountants Ireland; and
- (c) all necessary approvals of the Irish Auditing and Accounting Supervisory Authority and the Department for the Economy of Northern Ireland are obtained.”

VOTING INSTRUCTIONS

(please indicate with an “X” as appropriate)

FOR **AGAINST** **ABSTAIN** **AS PROXY SEES FIT**

Signature of Member _____ **Membership Number** _____

Name _____ **Dated** _____

17 Harcourt Street, Dublin 2, D02 W963 +353 (0) 1 425 1000 cpa@cpaireland.ie cpaireland.ie

The Institute of Certified Public Accountants in Ireland (CPA Ireland) is a company limited by guarantee. Registered office as above. Company No. 010475 (Ireland).



Notes on completing instrument of proxy:

1. *If it is desired to appoint another member as proxy, the words “**Chairman, or his nominee,**” should be deleted and the name of the proxy, who must be a member of CPA Ireland, inserted at the space following such words. Please note that proxies may be asked to present identification.*
2. *The return of an instrument of proxy will not preclude any member from attending the meeting, speaking, asking questions and voting in person should he/she wish to do so.*
3. *Please indicate how you wish your proxy to vote by placing an “X” in the appropriate box above. A proxy is required to vote in accordance with any instructions given to him/her. The “Abstain” option is provided to enable you to abstain on any particular resolution. It should be noted, however, that it is not a vote in law and will not be counted in the calculation of the proportion of the votes for and against the resolution. Unless otherwise directed by placing an “X” in the appropriate box, and in respect of any other resolutions proposed during the meeting, the proxy will vote as he/she thinks fit or abstain from voting.*
4. *This instrument of proxy together with the power of attorney or other attorney, if any, under which it is signed, or a certified copy of that power or authority, must be:*
 - (i) *sent by email to secretary@cpaireland.ie; or*
 - (ii) *deposited at the registered office (17 Harcourt St, Dublin 2), **at least 48 hours before the time of holding the EGM or adjourned meeting at which it is acted on.***
5. *A copy of the Notice convening the EGM and the accompanying letter from the President of CPA Ireland are available on the CPA Ireland website, www.cpaireland.ie.*