

CONTACT PRISM COSEC

Prism Cossec
Elder House
St Georges Business Park
207 Brooklands Road
Weybridge
Surrey KT13 0TS
Office +44 (0)1903 706 160
Fax 0333 207 6354
Email enquiries@prismcosec.com
Website prismcosec.com

PROMOTING EXCELLENCE IN GOVERNANCE

Prism Cossec is a team of highly experienced company secretarial and corporate governance practitioners. We help UK and international companies establish and maintain excellent standards of corporate governance.

The Prism Independent Poll Assessment Service



The ability for shareholders to demand an independent report on the result of a poll at a general meeting is set out in section 342 of the Companies Act 2006 and represents a risk that every Company Secretary should mitigate as part of their AGM planning.

At the very least, compliance with the strict requirements for conducting a 'section 342 poll assessment' could entail time and cost burden for companies at the most sensitive time in the AGM process. At worst, the risk of failure to comply properly with the statutory provisions could result in a conviction and a fine of up to £5,000 for every director.

The AGM process is difficult enough without having to deal with last minute disruption. However, activist investors now have enhanced statutory means to do just that – and at the most critical time in the AGM planning process too.

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Tight timing constraints and a strict compliance procedure are characteristics of a section 342 poll assessment and the independence requirements preclude your registrar from helping. Without planning, simply finding a suitable independent assessor during the hectic AGM season will be the first major hurdle for a Company Secretary to overcome. And of course, a last minute appointment is bound to prove unnecessarily costly.

Prism Cossec can offer peace of mind in such circumstances. Working in collaboration with Electoral Reform Services, which has been conducting independent polls since 1887, the Prism Independent Poll Assessment Service guarantees that an independent assessor will be put 'on retention' for the company's AGM; one who satisfies the provisions of sections 343 to 345 of the Companies Act. If required, the report itself can also be provided for an additional fee.

Further background information on this service, including our Terms of Business and a detailed 'Prism Briefing', can be found on our website. Alternatively, you can contact us at the address below.

About Prism Cossec

Prism Cossec is a company secretarial and corporate governance practice. Our principle emphases are in supporting companies with quoted securities whether on the Main Market or AIM, but we will also support private companies where complex company secretarial services are required.

We have a strong record in working with companies from emerging markets. We are a team of highly experienced company secretarial professionals with a strong reputation for competency and an ethos for proactivity. We believe that high ethical standards are important and add value to a business. Prism's emphasis on independence and integrity is appropriate to a wide variety of business structures.

For more details, please visit www.prismcosec.com

About Electoral Reform Services

Electoral Reform Services was created by the Electoral Reform Society to ensure the fair, impartial and independent conduct of ballots, elections and surveys.

Our integrity and professionalism have been recognised by the United Nations and the UK parliament and we have over 100 years' experience in conducting ballots for a wide range of clients and causes, both in the UK and internationally. Electoral Reform Services has administered elections of all sizes, with electorates ranging from just one voter to over one million voters.

For more details, please visit www.electoralreform.co.uk