

Company number 08015198

PRIVATE COMPANY LIMITED BY GUARANTEE

SPECIAL RESOLUTION

of

National Union of Students (United Kingdom) ("NUS UK")

Members' supporting statement: A special resolution requires a 75% majority of those voting at the meeting. This resolution is proposed alongside the ordinary resolution (see notice document and supporting statement). The current Articles of Association contain no requirement for an annual members' meeting. Without an amendment to the Articles, any ordinary resolution requesting annual meetings is addressed only to the Board and is not constitutionally binding on future Boards. This special resolution gives the requirement constitutional force by inserting it into the Articles.

SPECIAL RESOLUTION

THAT the Articles of Association be amended by inserting the following new Article 16.3 immediately after existing Article 16.2, and each subsequent article to be renumbered accordingly:

"The Directors must convene an annual general meeting at least once in every 12-month period running from 1 July to 30 June (the "Annual General Meeting").

16.3.1 The purpose of the Annual General Meeting shall include:

- (a) receiving a report from the Board on NUS's governance, strategy and finances;*
- (b) receiving and discussing the annual accounts and directors' report for NUS;*
- (c) enabling members to question the Board on NUS's activities, finances, risks and performance;*
- (d) receiving an update on NUS's membership, democratic structures and member engagement; and*
- (e) considering any resolutions or business properly brought before the meeting in accordance with the Articles of Association, the Companies Act 2006, and any applicable Rules or Regulations of NUS.*

16.3.2 The Annual Members' Meeting shall relate to NUS only and shall not be treated as a meeting of, or substituted by, a meeting of any other NUS group entity, subsidiary, charity, trading company, affiliated body, conference, campaign event or democratic space, unless the notice of meeting expressly states that it is also the Annual Members' Meeting of National Union of Students (United Kingdom), company number 08015198.

16.3.3 The Directors shall publish the date, notice, agenda, papers and joining arrangements for each Annual Members' Meeting in sufficient time to allow members

to participate effectively, and in any event no later than 14 Clear Days before the meeting.

16.3.4 The Directors shall publish to members, within 14 days after each Annual Members' Meeting: the minutes of the meeting; the text of all resolutions proposed; the outcome of each vote; any Board report or financial report presented to the meeting; and a written response to any resolution passed by members, including the steps the Board intends to take to implement or respond to that resolution."

Chair's declaration (to be completed subject to the resolution passing)

At a General Meeting of the company duly convened and held online on 3 September 2026, the above resolution was passed as a SPECIAL RESOLUTION.

Signed

Chair of the meeting

Date:

Supporting statement to Ordinary and Special Resolutions

Friday 10th July 2026

BY EMAIL

To: The Board of Directors
National Union of Students (United Kingdom)

Cc: Company Secretary

Subject: Requisition of a General Meeting under Section 303 Companies Act 2006

Dear Directors,

We, the undersigned Company Members of National Union of Students (United Kingdom) ("NUS UK"), hereby require the Directors to call a General Meeting of the Company pursuant to section 303 of the Companies Act 2006.

This request arises from serious concerns held by a number of Company Members regarding the financial sustainability, governance, and leadership of NUS UK.

Background

Over the last six months, 10 Students' Unions have voted to disaffiliate from NUS UK, which we believe will likely result in the loss of £250,000 of recurring annual income from 1st of January 2027. Members are concerned that this level of disaffiliation poses a significant risk to the organisation's financial sustainability and may indicate broader concerns amongst the membership about confidence in NUS UK.

Members are also concerned by:

- The projected financial position of NUS UK and the availability or adequacy of plans to mitigate income loss and rebuild confidence amongst members;
- The effectiveness of current governance arrangements and whether they are providing sufficient scrutiny, challenge, transparency and accountability;
- The organisational culture, leadership behaviours, and relationships with affiliated Students' Unions;
- The adequacy and appropriateness of communication and engagement with members regarding these issues;
- The impact that these matters may have on the reputation, effectiveness and long-term sustainability of NUS UK.

Purpose of the Meeting

The purpose of the General Meeting shall be:

- To receive a report from the Board on the current financial position of NUS UK, including:
 - The impact of recent disaffiliations;
 - Current financial forecasts;

- Risk assessments relating to membership retention and income generation;
 - Actions being taken to ensure long-term financial sustainability.
- To receive a report from the Board regarding governance arrangements, including:
 - The effectiveness of current governance structures;
 - The Board's response to concerns raised by members;
 - Any governance reviews undertaken or planned and by whom;
 - The Board's assessment of organisational risks relating to governance and leadership.
- To consider whether an independent review should be commissioned into:
 - The financial sustainability of NUS UK;
 - Governance effectiveness;
 - Organisational culture and relationships with members.
- To enable Company Members to ask questions of the Board and hold a discussion regarding the future direction of NUS UK.

Resolutions

See notice and meeting papers for full text of resolutions.

Statement in Support

The requisitioning members believe that confidence in NUS UK can only be rebuilt through openness, transparency, and independent scrutiny. The recent disaffiliation votes of affiliated members and associated income raise questions that warrant full consideration by the membership.

This request is made in the interests of strengthening NUS UK, supporting effective governance, and ensuring that the organisation remains sustainable and capable of fulfilling its purpose on behalf of students and Students' Unions.

In accordance with sections 303 and 304 of the Companies Act 2006, we request that the Directors call a General Meeting and provide notice to members within the statutory timeframe.

Signed:

Yemi Gbajobi, Chief Executive as the Authorised Representative of Arts Students' Union
26th Jun 2026

Additional Members and Signatures:

	Name of Authorised Representative	Role of Authorised Representative	Member Company Name
1	Michael Wigg	CEO	University of Westminster Students' Union
2	Ben MacPhee	CEO	Christ Church Students' Union
3	Dionne Walton	CEO	University of Suffolk Students' Union
4	Jumara Stone	CEO	The Union of UEA Students Limited (UEASU)
5	Ryan Bird	CEO	University of Bath Students' Union
6	Mark McCormack	CEO	University of Bedfordshire Students' Union (Beds SU)
7	Philip Smith	CEO	Warwick Students' Union
8	James Hann	CEO	Sussex Students' Union
9	Nikki Smith	CEO	Oxford University Students' Union
10	Ed Nedjari	CEO	Goldsmiths Students' Union
11	Andrew Hodgson	CEO	Winchester Students' Union
12	Andy Morwood	Interim CEO	University of Bradford Union
13	Andy Squire	CEO	Students' Union at Bournemouth University
14	Daniel Palmer	CEO	Cardiff Students' Union
15	Tony Logan	CEO	Royal Holloway, University of London Students' Union
16	Annabel Mabin	CEO	Kingston Students' Union
17	Katherine Cooper	CEO	Sunderland Students' Union
18	Mark Cadwallader	CEO	University of South Wales Students' Union
19	Francesco Lanzi	Chair of Trustee Board (Llywydd Opportunities)	Undeb Aberystwyth
20	Steve Ralph	CEO	University of Wales Trinity Saint David

21	John Dubber	CEO	Students' Union UCL
22	John Valerkou	CEO	ARU Students' Union
23	Sharon Brown	Interim CEO	Undeb Bangor
24	Sarah Bradley	CEO	De Montfort Students' Union (DSU)
25	Mel Sharman	CEO	Kent Students' Union

