Merseyway Innovation Centre
21-23 Merseyway
Stockport SK1 1PN
e nusuk@nus.org.uk
t www.nus.org.uk

Company Number: 08015198

Notice of a General Meeting

of

National Union of Students (United Kingdom) (the "Company")

This is notice that a general meeting of the members of the Company will be held:

Online via MS Teams

On 3 September 2026 at 17:30

The business of the meeting will be as follows:

1. UPDATE

Provide an update on NUS UK including financial position and governance arrangements.

2. MEMBERS' ORDINARY RESOLUTION

To consider and, if thought fit, pass an ordinary resolution proposed by members holding more than 5% of the voting rights in the company.

The full text of the resolution is attached to this notice.

3. MEMBERS' SPECIAL RESOLUTION

To consider and, if thought fit, pass a special resolution to amend the articles of association of the company. This resolution has been proposed by members holding more than 5% of the voting rights in the company.

The full text of the resolution is attached to this notice.

For details on attendance and appointment of proxies please see the notes. You can register your representative's attendance or appoint a proxy by filling out this form.

You can find supporting papers for the meeting here.

Victoria Langer

Acting Chair of the NUS UK Board

ON BEHALF OF THE BOARD OF

NATIONAL UNION OF STUDENTS (UNITED KINGDOM)

NOTES

1. If you are an unincorporated organisation, under Article 10.4, your nominated representative may attend, speak and vote at the meeting on your behalf. If you have not done so already, you may inform the Company of the name of your nominated representative by filling in the participation form We accept use of your NUS Secure Code as evidence of appointment.

2. If you are an incorporated organisation, under Article 10.5 your authorised representative may attend, speak and vote at the meeting on your behalf. If you have not done so already, you may inform the Company of the name of your authorised representative in writing by filling in the form at this link, provided that you also supply evidence of the appointment in accordance with Article 10.5. We accept use of your NUS Secure Code as evidence of appointment.

3. You are able to join this meeting and participate remotely via Teams. You will be able to cast votes, ask questions and otherwise interact with the meeting. To attend please register by filling in the participation form.

Once registered you will be sent the link to join via Teams.

4. As a member of the Company you are entitled to appoint a proxy (who need not be a member of the Company) to exercise all or any of your rights to attend, speak and vote at the meeting.

5. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy appointment.

6. The notes to the proxy appointment explain how to direct your proxy how to vote on each resolution. If no voting indication is given, your proxy will vote or abstain from voting on the resolutions put to the meeting at their discretion.

7. The proxy appointment will be treated as: allowing your proxy to vote (or abstain from voting) as they think fit in relation to the limited range of additional resolutions which may be put before the meeting; and appointing your proxy in relation to any adjournment of the meeting.

8. Proxy appointments must be:

completed and suitably authenticated with your Student Union Secure Code; and either:

submitted by online form which is available at: https://form.nus.org.uk/form-6970186/members-meeting-26 or

sent by post or hand delivered to the Company at Merseyway Innovation Centre, 21-23 Merseyway, Stockport, SK1 1PN marked for the attention of Richard Whitmill, Governance Partner.

9. Proxy appointments must be received by the Company no later than Tuesday 1 September 2026 5.30pm.

10. If you are signing the proxy appointment under the authority of a power of attorney or any other authority you must send written evidence of the authority to the Company when you return the proxy appointment.

11. If you wish to appoint a proxy other than the chair of the meeting, insert their full name in the proxy appointment. If you leave this space blank, the chair of the meeting will be appointed your proxy.

12. If you appoint as your proxy someone other than the chair, you are responsible for ensuring that they attend the meeting and are aware of your instructions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the chair and give them the relevant instructions directly.

13. To direct your proxy how to vote on the resolutions, mark the appropriate box on the proxy appointment with an "X". If no voting indication is given, your proxy will vote or abstain from voting at their discretion.

14. If you wish to change your proxy instructions, you can submit another proxy appointment in the way indicated. The appointment received last before the latest time for the receipt of proxies will take precedence.

15. If you wish to revoke your proxy instructions, you can send signed notice to the Company in any of the ways described at note 8 above, clearly stating that the instructions are revoked. The revocation must be received by the Company no later than the start of the meeting or adjourned meeting.

16. Appointment of a proxy does not preclude you from attending the meeting and voting yourself. If you have appointed a proxy and you attend the meeting and cast a vote yourself, your proxy is no longer entitled to vote for you.

17. The Directors have called for voting on the above Resolutions to be conducted by a poll in accordance with NUS UK's Articles 25 – 28. The poll will take place electronically at the meeting and will take account of any instructions submitted by proxies appointed in advance of the meeting (see below). It is intended that the results be declared at the meeting.

18. You cannot submit a vote in advance of the meeting.

19. You may only communicate with the Company about the meeting and appointing a proxy for the meeting using the addresses at note 8 above. No other methods of communication will be accepted.

Company number 08015198

PRIVATE COMPANY LIMITED BY GUARANTEE

ORDINARY RESOLUTION

of

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

THAT the Members of NUS UK:

Note with concern:

The recent votes of 10 member Students' Unions to disaffiliate from NUS UK and the associated loss of more than £250,000 in annual recurring income;

Ongoing concerns expressed by members regarding governance, accountability, organisational culture and leadership;

The financial and reputational risks arising from declining member confidence and engagement;

The importance of restoring confidence amongst current, former and prospective members.

Believe that NUS UK should enter a formal turnaround and recovery programme designed to restore financial sustainability, member confidence and organisational effectiveness.

Require the Board to commission an independent turnaround review covering:

Financial sustainability and future viability;

Membership retention and growth;

Governance effectiveness;

Organisational culture and leadership;

Organisational structure and operating model;

Risks to the future sustainability of NUS UK.

Require the Board to present to Company Members within four months:

The findings of the review;

A detailed turnaround plan;

A financial recovery plan;

A membership confidence and retention plan;

Recommendations for any governance reforms required.

Require progress reports to be provided to Company Members at least quarterly until the Board is satisfied that:

Financial sustainability has been secured;

Membership decline has been halted;

Governance concerns have been addressed;

Member confidence has demonstrably improved.

Request the Board to call the next annual members' meeting of NUS UK within 60 days of this resolution being passed, unless an annual members' meeting has already been validly called and held within the preceding 12 months.

Members note that, according to the NUS UK website, the last annual members' meeting appears to have taken place in June 2024. If that is correct, no annual members' meeting has taken place in the 24-month period since then, which members consider inconsistent with good membership governance for a national membership body.

The notice of the next annual members' meeting should clearly state that the meeting is the annual members' meeting of National Union of Students (United Kingdom), company number 08015198.

Request the Board to 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.

Affirm that the purpose of these resolutions is to strengthen NUS UK and ensure that it remains a credible, sustainable and effective national voice for students and Students' Unions.

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*

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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."*

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