

MINUTES OF SPECIAL MEETING OF MEMBERS

HELD ON WEDNESDAY 19 NOVEMBER 2025 AT 7.00 PM

Hosted by: Elaine Dean (President), Debbie Robinson (Chief Executive), and Andrew Seddon (Society Secretary).

Held at The Central Co-op County Ground Derby, and broadcast online via Civica Join in platform.

475 eligible attendees in total.

A summary of the business of the Meeting was as follows:

1. Welcome and introduction from the President.
2. Special Resolution for a Rule Change

The Chief Executive of the Society and Phil Ponsonby CEO of The Midcounties Co-operative Limited outlined the background to the proposed special resolution and why the boards of the Society and The Midcounties Co-operative were recommending the merger of both societies as the best route to delivering greater value for members colleagues and communities.

The President and CEO confirmed the consequential rational for the rule changes which were proposed. They responded to a number of questions and comments from Members.

The Society Secretary summarised the proposed rule changes to the rules of Central England Co-operative that would need to be approved by members in order to enable the transfer of engagements of Midcounties Co-operative.

Members were invited to vote to accept the proposed rules changes as summarised.

475 members voted and the results of the voting were:

- 92.6% in favour
- 7.4% against.

The President declared the proposal to amend the Societies Rules was duly carried.

Andrew Seddon
Society Secretary
19 November 2025

