

MINUTES OF THE ANNUAL MEETING 2022

HELD ONLINE

WEDNESDAY 25 MAY 2022

THE ONE HUNDRED AND SEVENTY-FIFTH ANNUAL MEETING was held online on Wednesday 25 May 2022 at 12:00 hrs.

The President, Peter Flinn CEng FIMechE, was in the chair and conducted the meeting alongside CEO, Dr Alice Bunn and Chair of the Finance Board & President Elect, Eur Ing Phil Peel.

In accordance with the Royal Charter & By-laws, only Corporate Members and Associate Members were entitled to participate in the business of an Annual Meeting. Other members attended as observers but were not entitled to be heard or vote.

The software used for the meeting included an enhanced 'seen and heard' feature in addition to the previous year's chat function which allowed participating members to make a 'speak live' request. The software also recorded contact details for everyone in attendance. Members entitled to vote had a voting option that appeared on screen at the appropriate time.

It was noted that the question and electronic voting system would cause slight delays to the meeting as there was a 30 second time lag in the broadcast as results were collected and sent back to the studio where the meeting was being lived streamed.

Corporate Members and Associate Members were thanked for conferring their proxy votes ahead of the meeting. All proxy votes would be placed electronically in accordance with the proxy wishes received.

The Institution's second virtual Annual Meeting was quorate with 120 members present from across the globe at the start of the meeting.

President Peter Flinn confirmed that the business of the Institution's Annual Meeting would only be for the following purposes:

- The presentation and consideration of the Trustee Board's Report and Annual Accounts for year ending 31 December 2021.
- Appointment of the Auditors.
- The announcement of results of the annual elections to Trustee Board and Council.

The Notice convening this meeting was published on the Institution's website and had been sent to all Corporate Members and Associate Members either by post or by email on 14 April 2022.

A copy of the minutes from last year's Annual Meeting held on 26 May 2021 had been published on the Institution's website. There were no matters arising and the minutes were duly signed.

It was considered that the second annual virtual meeting format is much more inclusive and allows for members all around the world to participate. Feedback on the virtual meeting format could also be submitted to governance@imeche.org

It was confirmed that Civica would be the tellers for the meeting.

The President invited the Chair of the Finance Board, Phil Peel, to present the Trustee Board's Annual Report and Annual Accounts for the year ending 31 December 2021.

The report is available to download from the Institution's website. A paper copy is also available to members who visit Headquarters at 1 Birdcage Walk.

FINANCIAL OVERVIEW: INCOME AND EXPENDITURE

Income

After a substantial drop in income in 2020 due to the pandemic, there was a slight recovery of income in 2021. Membership subscriptions, the main area of revenue for the Institution with 55% of overall income, was unaffected alongside trading activities. Learned Society activities had grown in comparison to 2020.

Expenditure

By continuing to review the areas of spend the Institution was able to track the expenditure in 2021 against its income. There had been a 4% increase in expenditure compared to 2020. Savings had been achieved by switching from physical to virtual and hybrid meetings, and the related reduction in member and staff travel expenses.

It was noted that there had been a 2.5-fold increase in the income of the Apprenticeship End Point Assessments (EPA).

No exceptional costs were recorded in 2021. £90,000 was gained from the UK furlough scheme payments compared to almost £400,000 in 2020, due to the scheme being closed early in 2021. This payment had been treated in the financial statement as additional income.

Operating Result

The overall operating result for 2021 was a gain of £740,000.

Net Movement in Funds

In 2021 there had been some recovery in financial markets, with investments rising by £1.8 million at year end.

A review of the pension scheme was conducted by a qualified, independent actuarial company. The discount rates and gilt yields have recovered strongly over the course of 2021, resulting in a significant shift relative to the previous year producing a year end positive result of £9.4 million for the scheme.

By the end of 2021, there had been a net increase of funds of circa £12 million, a positive change compared to the previous year of almost £19 million. However, the current market situation remains highly volatile and being influenced by post pandemic nervousness as well as the current conflict situation in the Ukraine.

Income and Expenditure Trends 2011-2020

In 2010, there had been £11 million profit generated from the sale of our former publishing business. From 2011 to 2015, approximately £2 million in additional publishing income was received per annum on an earn-out basis from the 2010 sale agreement. Operating income remained slightly higher than expenditure over that period.

However, from 2016 onwards, publishing income ceased and there was also a downturn in income generated from the commercial trading subsidiaries, which had been acquired from the proceeds of the sale of the publishing business. This resulted in a significant operating deficit.

Since 2019, the Institution has successfully addressed this situation, and returned it to a positive operating position, despite the difficulties imposed by the pandemic.

Reserve Trends 2011-2020

In 2018, the level of free reserves dropped significantly below target and required immediate corrective action.

By the end of 2021, free reserves had been increased to £6.5 million, representing about 5.2 months of expenditure on charitable activities.

Change to the free reserves policy

The Charity Commission document 'CC19' provides guidance to charities for establishing an appropriate free reserves level for their charities. Previously, the Institution's policy has specified a certain number of months of charitable expenditure however 'CC19' recommends a target for reserves which is based on a specific coverage of certain areas of expenditure e.g., special projects, major running costs, unknown risks or the cost of orderly wind-up of the charity, if ever required.

In March 2022, the Trustee Board approved changes contained within a policy recommended by the Finance Board, in line with the 'CC19' regulations. A new target for the Institution's free reserves policy has been adopted based on the points raised above.

The new target is set at £11.6 million, which includes a contingency figure of £7 million to cover any repair works that it may need to carry out on One Birdcage Walk.

The target will be reviewed on a regular basis by the Finance Board, and any proposals for change will be submitted to the Trustee Board for their approval.

Trading Subsidiaries

PEP Ltd:

Trading activities are managed under the umbrella of the PEP Ltd company. The company is governed by the PEP Ltd Board, reporting directly to the Finance Board and ultimately to the Trustee Board.

The day-to-day operation of each subsidiary unit is run by a General Manager and supported by an operating board which provides input on oversight and direction. The four business units run by PEP Ltd are:

- One Birdcage Walk, Venue & Room Hire
- Learning & Development
- Argyll Ruane
- Sonaspection

The overall trading income for 2021 fell by 2% to £6.6 million in comparison to £6.7 million in 2020. However, there was an improvement in operations, resulting in a £0.1 million loss, in comparison to 2020's £0.7 million loss.

One Birdcage Walk:

This business handles our room hire activities, primarily for the Birdcage Walk building. Operations were still severely impacted by Covid-19 and the resultant closure of the building for an extended period at the beginning of 2021. The turnover of £360,000 was an increase of 35% compared to the prior year. Total profit for 2021 was £60,000 compared to the £40,000 loss in 2020.

Learning & Development:

2021 showed a slow increase in the interest for Learning & Development training activities based out of One Birdcage Walk. There was a turnover of £1.6 million, an increase of 42% compared to the previous year, with a £140,000 profit compared to a £170,000 loss in 2020.

Argyll Ruane:

Interest has been slow in picking up, with the turnover representing about 30% of the total PEP Ltd total for 2021. During the course of the year, in order to capitalise on a geographical gap in the UK market with operations in Scotland, a new training centre in Dunfermline was opened for training in July 2021. Some of the figures noted in the £270,000 loss are due to the new centre set up.

Sonaspection:

This unit is located in the UK (Lancaster) as well as in the USA (Charlotte, North Carolina). In 2021, turnover dropped in comparison to previous years, mainly due to completion of some large contracts, including the nuclear new build at Hinkley Point C. The profit saw a slight increase compared to the previous year and was reported at £290,000 for 2021. Turnover was down 24% from the previous year, representing 40% of the PEP Ltd 2021 total.

Profit and Loss Trends 2012–2021

After a positive improvement in commercial trading activities in 2019, all business units apart from Sonaspection had been significantly impacted by poor trading in 2021 as a direct result of the pandemic with slow recovery seen in 2021. It is expected to be several years before return to pre-Covid operational levels is realised.

Closing remarks

Ongoing measures to address the Covid-19 pandemic have meant that 2021 has been another challenging year for the Institution. Despite this the IMechE has managed to achieve an operating surplus for the third successive year.

The investments and pension scheme have also recovered strongly although the market remains highly volatile. An increase in learning society activities was restricted over the year due to the Covid-19 measures and variants. Nevertheless, opportunities are expected to allow the Institution to extend its learning society activities over the course of 2022.

In summary, the Institutions current financial position is sound, though it is recognised that major repairs are needed to the London HQ building and infrastructure. Members support will be needed to ensure that there is a financially viable solution for this in the near future.

Phil Peel thanked members and staff for their valuable efforts over the last year, with a special thanks to the Institution's auditor, BDO, and those involved in the detailed preparation of the Annual Report and Accounts.

Phil Peel commended the Trustee Board's Report and Annual Accounts for 2021 for members' consideration and hoped that members would vote for their adoption.

THE TRUSTEE BOARD'S REPORT AND ANNUAL ACCOUNTS FOR 2020

The discussion on the Trustee Board's Report and Annual Accounts for 2021 was opened. It was stated that all comments may not be able to be dealt with during the meeting itself. However, any comments provided via the meeting software would be recorded and Members were invited to submit any contributions and questions via the comments function.

Question 1 –A question was addressed to President Peter Flinn: *What has been your favourite part of being President over the last 12 months?*

Response from the President: Meeting members, both in person and online, from all parts of the world, was a highlight I have really appreciated. I have been able to reach out more widely than other Presidents in the past.

In particular, I would like to mention the 175th anniversary and celebrations. Sharing the stage with Sir Patrick Vallance was very memorable. I also particularly enjoyed the meeting we had in Bromsgrove where we put a 'blue plaque' (actually red in colour) on the station marking one of the founding meetings of the Institution. This is where I had the opportunity to meet Ally McConnell, the great-great granddaughter of James McConnell. James was the first Chairman of the IMechE and a locomotive engineer.

Question 2 – A question was posed: *Could Alice give us an example of the IMechE's values in action?*

Response from Alice Bunn, CEO: Though there many examples to choose from. One recent instance, an organisation widely known for their stance on denying that man's activities has any involvement with climate change, made a booking through the venue hire business. There then ensued an internal debate on the ethics of accepting the booking.

Though the venue hire business is separate to the Institutions learning society activities, The IMechE itself does report on these issues. It was argued that this would be a case of free speech but ultimately, as this event was not a debate, it would look like the Institution would be supporting the one side of the argument.

As it was likely the Institution was going to settle on climate and sustainability as one of its policy priorities, integrity being a core value, it was decided that the booking would not be accepted, dissociating the Institution to any such beliefs.

Question 3 –A question was posed: *What can you tell us about the Institutions strategy development?*

Response from the President: A strategy committee was set up in February of last year (2021) in response to the Governance Review carried out a couple of years ago. An extensive phase of consultation was undertaken which had input from at least a dozen parts of the Institution. This information was then refined and published as a high-level strategy. In it two key points were confirmed.

The first is the vision of the Institution; who we are and what we want to be? To help develop engineers to help them be most effective at their work, mirrors one of the two

founding principles (1847) of the Institution, 'enabling members to meet, correspond and learn from each other'. Secondly, we confirmed our high-level purpose, to improve the world through engineering. This also links back to the 1847 statement, 'giving an impulse to inventions likely to be useful to the world'. These principles are the key ones to drive the Institution forward in the future.

The Strategy Committee are now going through a second phase of strategy development where they are attempting to add more detail and broaden the process of consultation. The committee is chaired by Giles Hartill and they have three work groups running. One for the external impact of the institution; the second is concerned with the membership of the organisation and the services the Institution provides; the third group is exploring the online IT delivery of strategy.

Question 4 – Dr K J Mashford CEng FIMechE: *Several of the strategic goals were not achieved during the year. Were we too ambitious for the resources we have or have other barriers been encountered? Are these goals being carried forward? What is the progress of the final stages of the implementation of the review recommendations?*

Response from Alice Bunn, CEO: In some cases, goals have been carried forward, including the support we offer to our volunteers. In other cases, we weren't able to achieve the goals as they related to, for instance, decisions around the building.

It has also been a difficult time with resources which is a statement on the current market as it is difficult to employ people.

More optimistically, now we have that higher level of strategy in place to effectively brigade our resources underneath some key priorities. All of the Institution's objectives and KPIs are clearly arranged underneath either one the two strategic objectives around supporting and developing engineers or maximising their impact.

We have already seen this approach pay dividends as it ensures that we are able to focus on what is important for the Institution to deliver in line with our strategy. With the long-term strategy in place, we are able to move away from the 1 year business planning cycle.

Response from the President: With regards to the progress of the final stages of the implementations of the reviews, we are monitoring the specific points that weren't completed. In a recent Trustee Board meeting, we went through each item to understand where the gaps are and who is responsible for their completion. Currently 80-90% of the recommendations that were made have been completed.

It was confirmed that this process will continue in future Trustee Board meetings to completion.

Question 5 – Dr Colin Brown (Former CEO): *I would like to hear more about the future of the apprentice end point assessment work stream. It has made over a £100,000 contribution to the 2021 budget.*

Response from Alice Bunn, CEO: The Institution has recently been recognised as an endpoint assessment organisation by Ofqual, meaning we can now offer services to employers, training providers and individual learners.

Apprentices form a huge part of the skills gap the country is currently facing. This will help the challenges of society in the future where engineering is a large part of the solution.

It is also a testament to our values. In the high-level statement in the Annual Report we talk about being an inclusive engineering membership organisation and need to be inclusive of our engineers at every level.

Question 6 – Mr O Pike CEng MIMechE: *Are there any plans for further acquisitions on the horizon?*

Response from President Elect Phil Peel: There are no plans to purchase any further trading activities/acquisitions going forward.

Question 7 – Mr B Gardner CEng MIMechE: *The building at One Birdcage Walk is iconic but as the majority of members will never get to attend events there, is it still necessary?*

Response from the President: The future of the Institution's headquarters is in the hands of the members. In By-Law 70.1, any significant change to the status of the Institution's headquarter building has to achieve a 2/3rd majority in a member vote.

Earlier this year (2022), an indicative poll was undertaken to gain an idea of what the membership felt. With 10,000 members, both UK and international, responding, the majority seemed to favour retaining One Birdcage Walk. The results have been used when discussions around the future of the building have taken place.

Response from Alice Bunn, CEO: This relates to the high-level strategy that was recently published in the annual accounts. One of the two fundamental objectives is to maximise our impact. We see that one of the routes for members to develop is through interacting and supporting each other. From that high level strategy, we foresee a need to continue to convene and to be able to hold events that can be impactful in influencing or supporting our own members in their development.

Question 8 – Mr W C Chong CEng FIMechE: *What is the strategic value of the three subsidiaries? What do we want to achieve by running these businesses? Can they be better run or provided for by other market providers?*

Response from President Elect Phil Peel: When the subsidiaries were acquired, it was from the point of view of providing some diversification regarding our revenue stream. Our main area of revenue income is the membership subscription, but we do need other areas of revenue to allow us to support our activities. These subsidiaries provide a revenue stream that feeds cash into the activities of the Institution.

Question 9 – Dr A Narayanan CEng MIMechE: *I noted that the field of candidates in the Trustee Board and Council elections were relatively homogeneous. What is the Institution doing to ensure that the underrepresented groups are being given opportunities to put themselves forward?*

Response from President Elect Phil Peel: It was noted that the Trustee Board currently has three female members and three members based outside the UK. The inclusivity in recruiting roles on the Strategy Committee, Nominations Committee and Audit & Risk Committee has greatly improved. There is a Royal Charter and By-Laws Committee currently reviewing the criteria for candidates for these boards to investigate if they are unduly restrictive or are they set out in such a way that they tend to discourage members from applying.

Response from Alice Bunn, CEO: The question was welcomed. There is a Diversity & Inclusion Committee within the Institution, but we are looking to strengthen and consolidate it with some of the other like-minded activities to show that we are operating in the most inclusive way.

These activities won't be in isolation as this is a problem recognised across the whole sector and all 39 PEIs of the UK. This is an opportunity to observe best practice happening elsewhere and to provide our own best practice. For instance, our diversity and inclusion training programme that has just begun to be rolled out across the Institution. The programme has already been recognised as best in class across the sector.

MOTION 1 - TO ADOPT THE TRUSTEE BOARD'S REPORT AND ANNUAL ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2021.

The votes cast were recorded and reported as:	For	Against	Abstain
Votes cast by proxy	3	0	0
Total votes cast (including proxy votes)	1,663	17	91

The President declared the motion carried and thanked members for voting.

PRESIDENT'S REMARKS

Peter Flinn reiterated that 2021 was still significantly affected by Covid-19 but the Institution has carried out its activities as best it could with most of 2022 being relatively normal, including online activity.

Peter took a moment to mention the sad passing of Denis Filer who was the Institution's President 21 years ago and previously a Director General of the Engineering Council. He made a big contribution to engineering in the UK and was a very nice man to deal with.

The highlight of Peter's year has been the celebration of the Institution's 175th anniversary starting in October 2021, exactly 175 years after the first planning meeting ahead of the Institutions first official meeting in January 1847

While the Institution's been driving the organisation forwards, Peter found it very helpful to reflect on the Institution's two founding principles:

- Helping engineers to develop their skills, proficiency and competence
- Helping the world more broadly – giving 'an impulse to invention likely to be useful to the world', now 'improving the world through engineering'

The Institution's recent strategy work has confirmed these two principles and that's what it will base its future around. And there will be particular emphasis on: climate change/sustainability, future transport, infectious disease control and education - making our voice heard more publicly and with policy makers

Peter mentioned how talking about the impact of engineering was helpful. Reflecting on how living standards within the UK since the IMechE's inception in 1847, increasing by a factor of 10 or 20 by his calculations.

In the last eighteen months we have seen engineers develop the Covid-19 vaccinations in labs in the UK and world-wide. Through this work 11.7Bn vaccines have been delivered globally. After seeing this unity, Peter has confidence that with the challenges the world faces on climate change, sustainability and pollution, engineers have the wherewithal to deal with them.

Reflecting a little more internally, one of the Institution's core activities is the registration of engineers. In the last year, and for the 10th year in succession, the IMechE has been the leading PEI in the UK, according to the Engineering Council's Annual Registration Statistics showing 2,869 new registrations.

Some significant achievements during Peter's presidency included the 5-year licence renewal by Engineering Council, and the Institution's conformance to new version (4) of UK SPEC. Then there was the approval by Ofqual as an End Point Assessment Organisation for Engineering Technician apprenticeships enabling the Institution to provide impartial assessment of whether an apprentice has developed the skills, knowledge and behaviours outlined in the apprenticeship standard.

Peter also celebrated the noteworthy achievements concerning the staff of the Institution. This included the Institution Achieving gold standard in IIP for staff and now exploring achieving Investors in Volunteers. 70 of the Institutions staff and volunteers have completed the Diversity & Inclusion programme, which is now being rolled out to another 150 people.

Dr Colin Brown retired as CEO in July 2021 having given calm direction during a difficult period. Peter thanked Dr Brown personally for his work. Peter also thanked Dr Alice Bunn, who joined as CEO in July 2021, for making a quick start and having an immediate impact.

Finance Board and the arrangements for PEP Limited have been in place for 2 ½ years now and are working well. Seeing three years of solid progress in the Institution's finances is testament to the work of the Finance Board.

The Nominations Committee has been successful in recruiting a more inclusive candidate pool to take part in activities within the Institution.

Peter mentioned the success of the Strategy Committee and their work over the past year. Peter also noted that the Technical Strategy Board, who are linked to the Institution's Division & Groups, its learned society activities and the Institution's external impact, are now working in a more integrated manner.

As outlined in Phil's annual report presentation, Peter reiterated the progress the Institution is making on a finance level.

The headquarter building was a piece of unfinished business where Peter had hoped to make more progress during his presidency. The Institution implemented the communications programme in the autumn of 2021 which was followed by the indicative poll. Past President Patrick Kniveton is now leading a group who are working through the details and various options of this large project. The group will give its recommendation to the Trustee Board in September of this year, which will be followed by a formal member vote where a 2/3 majority would be needed to proceed.

Peter thanked everyone who has supported him personally throughout his presidency. He believes that engineering is a tremendous force for good, which is why he took it up pursued the profession, and hopes to be able to contribute to it more in the future.

MOTION 2 – TO APPOINT AUDITORS AT A REMUNERATION TO BE FIXED BY THE TRUSTEE BOARD.

It was proposed that BDO LLP be reappointed to act as auditors for 2022 at a remuneration to be negotiated. The auditor appointment was opened for discussion and comments were invited.

No comments were received and the vote for the Auditors was opened.

The votes cast were recorded and reported as:	For	Against	Abstain
Votes cast by proxy	3	0	0
Total votes cast (including proxy votes)	1,639	24	98

The President declared the motion carried and thanked for the voting.

ELECTIONS FOR TRUSTEE BOARD AND COUNCIL

Alice Bunn announced results of the elections. The following were declared elected to the *Trustee Board*:

President: Phil Peel
(Having been elected President-Elect in 2021)

Deputy Presidents: Giles Hartill
Dr Clive Hickman OBE

Vice-President: Dr Richard Judge

International Vice-President: Vijay Raman (Elected Unopposed)

Ordinary Member: Professor David Nowell

Council:

Ordinary Members of Council

Fellows (7): Pradeep Agrawal

John Blacklock
Matthew Garside
Lt Col Mark Jackson
Professor Alison McMillan
Ian Mash
David Williamson

Members (4):
Grame Hind
Dolores O'Reilly
Ankit Sharma
Ben Vallely

The total number of votes cast was 3,917 being 5.9% of the eligible Corporate and Associate Members.

The number of votes cast by post was 1,153.
The number of votes cast online was 2,764.

The total number of votes found to be invalid were:
82 for the Deputy Presidents' panel.
253 for the Vice-President panel.
169 for the Ordinary Member of the Trustee Board panel.
282 for the Ordinary Members of Council – Fellows panel.
257 for the Ordinary Members of Council – Members panel.

Separately, following the International Regional Elections:

- Jim Cowling has been re-elected as Chair of the Americas Region
- Chua Yaw Long has been elected unopposed as Chair of the South East Asia Region

The successful candidates were congratulated. Alice Bunn thanked the members retiring from their roles for their outstanding support.

Phil Peel was formally installed as the new President of the Institution of Mechanical Engineers. The badge of office was handed over by the outgoing President, Peter Flinn.

INTRODUCTION OF PRESIDENT

Phil Peel will be the 137th President of our Institution. Phil has been a member of the IMechE since 1981, becoming a Fellow in 2007.

His engineering career began as a student trainee with the UK Ministry of Defence in 1981. Having graduated in engineering from University College, Durham in 1985 with a BSc in Engineering Science, he continued his studies to obtain a Masters in Turbomachinery in 1986.

Phil has over 35 years of experience in the global power generation business. His career has focused on the development and design of large steam turbines, being based initially in Rugby, UK with GEC Turbine Generators and subsequently Alstom Power. Relocating to Switzerland in 2001, he led the development of new steam turbine technologies, advancing to the position of Chief Engineer in 2012, which he now holds with the current company owner, General Electric.

His journey as IMechE volunteer started as a UK school liaison officer in the 1990s through the Engineering Council Neighbourhood Engineers Scheme.



He was instrumental in launching the IMechE Switzerland Group in 2010, taking the position of country Chair from 2011 to 2016, and was a member of both the International Strategy Board from 2013 to 2016 and the Strategic Advisory Board in 2016.

Phil has been a Trustee since 2016, initially as the International Ordinary Member and subsequently as a Vice President from 2018, prior to his election as President-Elect last year.

As a Trustee, he has acted as Chair of the Technical Strategy Board (2018-2019) and Legal Committee (2020-2021) as well as Co-Chair of the Qualifications and Membership Board (2016-2017), Audit and Risk Committee (2017-2019) and Commercial and Investment Board (2018-2019).

In 2018, he was appointed as the Institution’s Honorary Treasurer and has been Chair of the Finance Board since its inauguration in 2019.

In addition to his IMechE activities, Phil is a committee member of the VDMA (German Engineering Association) and has acted as presenter, panel speaker and session chair at several international power generation conferences.

VOTE OF THANKS

As his first duty, Phil Peel invited Past President (2020–2021) Terry Spall to propose a vote of thanks for Past President (2021–2022) Peter Flinn.

Terry Spall thanked Peter Flinn for his outstanding work during his Presidential year.

CONCLUDING REMARKS

Phil Peel echoed Terry Spall’s comments on Peter Flinn’s monumental contribution during his Presidency.

Phil Peel thanked members for attending the Annual Meeting and hoped to meet many members either in person or online, over the course of the next year. He welcomed members to reach out to him, noting that his contact details are on the Institution’s website.

Phil’s online Presidential Address and question session following the Annual Meeting would take place on 27 May 2022. The details of this meeting were made available on the Institution’s website.

The meeting formally ended at 13:24 hrs.

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CHAIR

Dated: