



# Shareholder Policy

## 1.0 Introduction

- 1.1 Reference to shareholders in this policy refers to Notting Hill Genesis (“NHG”), Notting Hill Home Ownership (“NHHO”) or Springboard Two Housing Association (“STHA”).
- 1.2 Reference to Boards in this policy refers to the Boards of NHG, NHHO or STHA.
- 1.3 Notting Hill Genesis is committed to maintaining a broadly representative and diverse shareholding membership which supports its objectives and business plan.

## 2.0 Purpose

- 2.1 The purpose of shareholding membership will be as follows:-
  - i. to provide an active pool of people who have an interest in the success of the organisation;
  - ii. to allow people to express support for and a commitment to NHG without playing an active role; and
  - iii. to enhance NHG’s accountability to the communities where it operates.

## 3.0 Criteria for selection

- 3.1 Applications for membership or invitations to become shareholders will be considered by the Board of NHG, NHHO or STHA against the conditions set out below. Consent may be given if the application meets one or more of the conditions.
- 3.2 Shareholder appointments are no longer subject to the two-year restriction period which was introduced following the amalgamation of Notting Hill and Genesis in 2018. Accordingly, NHG may now admit new shareholders in addition to Board members. Notting Hill Home Ownership and Springboard Two Housing Association will only admit members of its Board as new shareholders.
- 3.3 The conditions for consideration of shareholder application are:-
  - i. does the applicant have a long term interest in the work of NHG and its the future direction?
  - ii. does the applicant have the commitment and relevant skills or experience to make a positive contribution to NHG without becoming an active committee or Board member?

- iii. Will the applicant improve the representation of local communities within NHG's shareholding membership?
- iv. Will the applicant contribute to achieving a balanced diverse mix within NHG's shareholding membership?
- v. Is the applicant being considered for a position on the NHG/NHHO/STHA Board?
- vi. Is the applicant a tenant or leaseholder who has made a positive contribution to Notting Hill Genesis through the resident involvement structure?
- vii. As Shareholders of NHHO/STHA, are they certain they will fulfil the requirement to confirm that they hold their share on behalf of NHG?

#### **4.0 Process for becoming a shareholder**

- 4.1 An application for becoming a shareholder must be made on the attached form accompanied by a cheque for £1.00 and a covering letter. In the letter the applicant should demonstrate an interest in and commitment to work of NHG.
- 4.2 The Boards have the absolute right to decide whether or not to accept the application. Once the application is approved the person's name and address will be added to the register of members and the Company Secretary will send the person a share certificate and a copy of the Rules.

#### **5.0 Entitlement of Shareholders**

- 5.1 Shareholders of NHG, NHHO or STHA are entitled to the following:-
  - i. The right to attend and vote at the Annual General Meeting ("AGM") or other special General Meetings of NHG/NHHO;
  - ii. To receive the annual report and accounts at the AGM;
  - iii. To receive copies of NHG's/NHHO's Annual report;
  - iv. To receive copies of NHG's/ NHHO's Newsletter;
  - v. An opportunity to be involved and play a part in the success of the organisation.

#### **6.0 When shareholding membership will cease**

- 6.1 Shareholding will cease in any of the following circumstances:-
  - i. After 5 years, unless renewed for another 5 years by the Board;
  - ii. Rule C14 of NHG's rules, Rule C13 of NHHO's rules and Rule C11 of STHA define when shareholding membership ceases;
  - iii. Automatically where a Board member who became a shareholder by virtue of being a board member ceases to be a Board member;
  - iv. Each year, with the notice of the AGM the Company Secretary shall ask all members to confirm in writing their intention to remain as members or to resign and to also confirm their support to the future direction of the organisation. The aim of the declaration is to avoid having dormant and uninterested members;

- v. Within two months of the Secretary sending a letter to NHHO and STHA shareholders asking them to confirm that they hold their share on behalf of NHG, unless a suitable signed, dated response is received confirming that the share is held on behalf of NHG.

## 7.0 Obligations of being a shareholder

- 7.1 All shareholders agree to be bound by the obligations on them as set out in the Rules of the organisation and the Shareholder Code of Conduct. When acting as shareholders they shall always act in the interests of the organisation and, for the benefit of the community, as guardians of the objects of the organisation.
- 7.2 All shareholders must inform the Company Secretary of any changes to their name and contact details.

## 8.0 Review

- 8.1 This policy will be reviewed periodically in accordance with NHG's Policy Framework or whenever an applicable law or rules of the organisation affects any of its provision.

### Document control

Author	Director of Governance and Compliance
Approval date	16 December 2025
Effective date	16 December 2025
Approved by	NHG Board
Policy owner	Director of Governance and Compliance
Accountable Director	Chief Governance and Risk Officer

### Version Control

The version number should increase by 0.1 if the changes are minor, or by 1.0 if there have been significant changes.

Date	Amendment	Version
16 December 2025	New policy document.	1