

# THE JAPAN SOCIETY

2023

ANNUAL GENERAL MEETING

TRUSTEE ELECTIONS

Notice of the 2023 Annual General Meeting  
at the Embassy of Japan, London on Friday 8 September





THE JAPAN SOCIETY (THE "COMPANY")

**NOTICE OF ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN that the ANNUAL GENERAL MEETING of the Company will be held on 8 September 2023 at 6.00pm at the Embassy of Japan, 101-104 Piccadilly, London W1J 7JT. The business of the meeting shall be to record thanks to Sponsors and Benefactors and to consider, and if thought fit, pass the following resolutions:

1. To receive and adopt the audited annual accounts of the Company for the financial year ended 31 December 2022 and the Trustees' Report.
2. To reappoint Richard Place Dobson as auditors and to authorise the Board to approve their remuneration as thought fit.
3. To elect or re-elect Ordinary Trustees of the Japan Society to fill certain vacancies arising.

BY ORDER OF THE BOARD



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M J RIVERA KING  
Chief Executive

Dated: 24 August 2023

Registered office: 13/14 Cornwall Terrace, London NW1 4QP

**NOTES**

- 1 The full accounts may be seen on the Company's website ([www.japansociety.org.uk](http://www.japansociety.org.uk)) or may be requested in hard copy from the registered office.
- 2 A list of candidates for election or re-election to the vacancies as Ordinary Trustees, together with biographical details of the candidates, are also enclosed.
- 3 A member of the Company is entitled to appoint a proxy to exercise all or any of his or her rights to attend, speak and vote at the meeting. A form of proxy is enclosed with this notice. The proxy must be a member of the Company or, in the case of a corporate member, its authorised representative.
- 4 To be effective, the instrument appointing a proxy and any authority under which it is executed (or a certified copy of such authority) must be deposited (by post or email) not less than 24 hours before the time for holding the meeting. Completion and return of the form of proxy will not preclude members from attending and voting in person at the meeting. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
- 5 To comply with security policy at the Embassy of Japan, members are asked to notify the Society in advance of their intention to attend the AGM. Please bring a copy of your booking confirmation, together with some form of photographic ID with you to the meeting. Without such ID admission may be refused.

## **Appendix**

### **Election of Trustees**

The Board of the Company currently consists of a Chairman, a Vice-Chairman, two appointed Officers (Solicitor and Treasurer), two ex officio Trustees (one additional Vice-Chairman, the deputy head of mission at the Japanese Embassy, and one Ordinary Trustee, a member of the Japanese Embassy) and thirteen additional Ordinary Trustees.

As set out in the Articles of Association, the total number of Trustees on the Board should be no more than twenty, and there should be no fewer than four Ordinary Trustees.

One-third of the Ordinary Trustees is required to retire by rotation each year. Those who have retired by rotation may stand for re-election but no one may serve for longer than six consecutive years as a member of the Board.

The Board has appointed a nominations committee currently comprising Bill Emmott (Chairman), Tim Harding, Martin Hatfull, Sue Hudson, and Michael Rivera King (Chief Executive). This committee reviews the skills that are required on the Board from time to time and the succession policy; and it makes recommendations to the Board on possible future appointments.

This year it is expected that, as a result of the requirement to retire by rotation, there will be five vacancies for Ordinary Trustees which may be filled at the annual general meeting (the "AGM").

Two Ordinary Trustees, Clare Weaver and Rie Yoshitake, will retire by rotation and have indicated that they are willing to stand for re-election. The Board warmly recommends their re-appointment. The Board also wishes to thank Sue Hudson and Yuuichiro Nakajima for their six-years of service as trustees.

There is one other person standing for election to the Board as an Ordinary Trustee, Nick Woodford; who has significant experience and active involvement in developing links between Japanese and British communities which will be of great benefit to the Japan Society. The Board proposes their election. Biographical details of all three Ordinary Trustee candidates are set out in this Appendix.

Overall, there are three candidates for election to fill a possible five Ordinary Trustee vacancies on the Board. Members are therefore asked at the AGM to cast their votes "For" or "Against" each candidate. Members may also select the "vote withheld" option if they do not wish to vote for or against any particular candidate, although a vote withheld in this way is not a "vote" by law and will not be counted in the calculation of the proportion of votes "For" and "Against" a candidate.

We are always looking for new people to be involved with the Japan Society in different capacities, including as committee members and as Trustees and are delighted that so many people are willing to volunteer their skills to the Society. We encourage members to let us know at any time during the year if they would like to be more involved. Suggestions of names of people to be considered for committees or for the Board should be made to any member of the nominations committee or indeed any member of the Board.

Members may vote, as normal, in person at the AGM on 8 September 2023 or by proxy. A proxy form is enclosed in this booklet for this purpose.

# Biographical Details of the Candidates for Chairman and Ordinary Trustees 2023

## CLARE WEAVER

Clare Weaver is a qualified English solicitor who has spent almost all her adult life dedicated to Japan, most recently providing legal consulting services to Japanese megabanks MUFG, SMBC and Nomura Securities. Clare is also advising start up companies on Cryptoassets and Blockchain developments, having set up Nomura’s digital set company, Laser Digital.

After reading Oriental Studies (Japanese) at Oxford, which included a research year at Hiroshima University on the Japanese Government scholarship scheme, Clare started her legal career in Linklaters’ Tokyo office prior to joining the Legal Division of Mitsui & Co, serving almost 13 years in both London and Tokyo as Deputy General Manager. of the EMEA Legal Department.

As part of a decision to shift her career focus to consulting, Clare undertook her Executive MBA at Henley Business School specialising on strategic innovation, in particular legal innovation, and undertook research in Japan on the adoption of legal technology by Japanese law departments. Clare currently advises a legal tech start up on Japanese client development and also supports the activities of the Legal Hackers (Tokyo), albeit remotely.

Away from work, Clare is a keen sportswoman, undertaking endurance cycling sportives and (full and half) marathons and plays tennis when time permits. She has also undertaken a professional sake sommelier’s course and is a very enthusiastic ambassador for Japanese Nihonshu in London! She is also a passionate supporter of social mobility and has mentored sixth formers who are interested to work in the law and provides skills training to school children looking for legal internships.

Clare splits her time between London and Cornwall, where she and her partner are the proud “parents” of a cockapoo puppy.

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## RIE YOSHITAKE

Rie Yoshitake is a London-based business consultant with experience over several decades working with UK and Japanese businesses and markets. As founder of Yoshitake & Associates, she works with a team of specialists to support existing Anglo-Japanese links and promote new ones. She has been promoting sake and Japanese food for many years, and has been recognised by the Japanese Government with the Foreign Minister’s Commendation (2019) and the Minister’s Award for Overseas Promotion of Japanese Food (2014, MAFF).

After studying international marketing and public relations in London, Rie became sole UK representative for a Japanese trading company, spending ten years overseeing their London operations, working across a range of markets focusing particularly on luxury goods and fine wine. In 2001 Rie became a founding partner of Claret Co. Ltd., which imports fine and rare wines to Japan. Bringing together her love of wine and her wish to support business and cultural links between Japan and Britain, Rie became involved in promoting Japan’s sake industry overseas. In 2007 the Japan Sake Brewers Association Junior Council, also known as Sake Samurai, invited her to become their UK Representative. Since 2015, she has also been the UK Representative of the Japan Sake and Shochu Makers Association.

Rie grew up in Munakata, a coastal city in Fukuoka said to be the starting point of overseas Japanese trade, and ascribes her love of travel and desire to create strong international connections in part to this background.

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## NICK WOODFORD

Nick Woodford is a former PwC partner. He retired in 2022 after a 35 career at PwC, including 18 years as a partner. He was the lead client service partner for Honda, Hitachi, Suntory and Panasonic in the UK and Europe.

Nick had a wide range of roles, leading different business and client service teams in London, Leeds and internationally focussing on the delivery of professional services; strategy development; and successful strategy implementation. Nick has worked with many corporate clients across a range of industries including technology & communications, entertainment & media, retail, automotive, industrial manufacturing and financial services. Nick's clients have included UK quoted and unquoted companies as well as major US and Japanese groups.

For over a decade, Nick led PwC's Japanese Business Network in the UK, and latterly Europe, with responsibility for providing advice and practical support to Japanese businesses, as well as to UK businesses looking to invest in Japan. An experienced coach and mentor, Nick is a business coach working with executives and leaders to help them develop their personal and business skills.

He is passionate about all things Japanese and has visited Japan many times, including a RWC trip in 2019.

Nick Joined PwC straight from Exeter University after studying Geography. He is an ICAEW qualified chartered accountant.

Nick is married with three adult children.

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THE JAPAN SOCIETY

PROXY FORM for the ANNUAL GENERAL MEETING 2023

I/We, being a member of The Japan Society, hereby appoint the Chairman of the meeting (see note 3) / ... as my/our proxy to vote for me/us at the Annual General Meeting of The Japan Society to be held on Friday 8 September 2023 and at every adjournment thereof.

Name (please print) .....

Category of membership  Individual  Family  Corporate

Name of corporate member (if applicable) .....

Signature .....

Dated ..... 2023

Instructions to Proxy

Please indicate with an "X" in the boxes below and overleaf how you wish the proxy to vote. The Proxy will vote or withhold their vote, at his or her discretion, on (a) any resolution listed below if no instruction is given regarding that resolution and (b) on any other business transacted at the meeting.

	For	Against	Vote withheld
1 Receiving the Accounts and the Trustees' Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Re-appointment of the Auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Re-appointment of Clare Weaver as Ordinary Trustee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 Re-appointment of Rie Yoshitake as Ordinary Trustee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 Appointment of Nick Woodford as Ordinary Trustee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Notes

- 1 A member of The Japan Society is entitled to appoint a proxy to exercise all or any of his or her rights to attend, speak and vote at a general meeting of The Japan Society
- 2 Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
- 3 If you wish, you may delete the words "the Chairman of the meeting" and insert the name of a proxy of your choice. The proxy must be a member of the Japan Society or, in the case of a member which is a corporation, its authorised representative. Please initial any alteration. A proxy must attend the meeting to represent you.
- 4 The completed and signed proxy form (and, if relevant, the power of attorney or other authority under which it is signed, or a certified copy of that power or authority) must be received at 13/14 Cornwall Terrace, London NW1 4QP or by email to michael@japansociety.org.uk not less than 24 hours before the meeting or the adjourned meeting.
- 5 To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. If no voting indication is given, your proxy will vote or withhold their vote at his or her discretion. Your proxy will vote (or

withhold a vote) as he or she thinks fit in relation to any other matter which is put before the meeting.

6. The vote withheld option is provided to enable you to instruct the proxy not to vote on any particular resolution. However, it should be noted that a vote withheld in this way is not a "vote" by law and will not be counted in the calculation of the proportion of votes "For" and "Against" a resolution.
7. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power of authority) must be included with the proxy form.
8. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

Please return this form to the following address:

The Japan Society, 13/14 Cornwall Terrace, London NW1 4QP  
or by email to: [michael@japansociety.org.uk](mailto:michael@japansociety.org.uk)