

Talylyn Railway Preservation Society

Company Number: 15595769

Notice of Annual General Meeting

Notice is hereby given that the annual general meeting of the above-named Company (hereafter the "Society") will be held at the Magic Lantern Cinema, Tywyn at 1.30 pm on Saturday 11th October 2025 for the following purposes:

Ordinary Resolutions

1. To consider and, if thought fit, pass the following ordinary resolutions:
 - Approve the minutes of the seventy-third Annual General Meeting of the Society
 - Elect the President of the Society
 - Approve the Council's plan to make changes to the Membership Structure of the Society
 - Approve the proposal to close Life Memberships to future entrants and instead offer a multi-year membership
 - Appoint Auditors to the Society
 - Elect members to the Council of the Society
 - Approve the report of Council
 - Approve the report of the Honorary Treasurer together with the Financial Statements of the Society

Conduct Ordinary Business

1. Update from Railway Management
2. Miscellaneous announcements.
3. Any other business

Any further resolutions or business of the meeting will be published on the Society website and/or the Talylyn News no later than 14 days prior to the meeting.

If you are a member who is entitled to attend and vote at the meeting, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the meeting. Further information on how to exercise your proxy vote can be found on the Society website and are printed below.

By order of the Council

Andrew Simner

Secretary
30th May 2025

Registered office:

Talylyn Railway Preservation Society
Wharf Station
Neptune Road
Tywyn
Gwynedd
LL36 9EY

Society website: www.talylyn.co.uk/support/trps

Notes

Appointment of proxies & proxy voting

1. If you are a member who is entitled to attend and vote at the meeting, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the meeting.
2. You can either submit your vote(s) using this proxy method in advance of the meeting using the online platform or by post and those collated votes will be passed to the Chair as your proxy, or you can appoint a proxy to vote on your behalf at the meeting – either the Chair or another person.
3. Where your proxy is given to an individual, they must attend the meeting to represent you. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.
4. If you wish your proxy to speak on your behalf at the meeting you will need to appoint your own choice of proxy (not the chair) and give your instructions directly to them.
5. If you do not give your proxy an indication of how to vote on any resolution, your proxy will vote or abstain from voting at their discretion. Your proxy will vote (or abstain from voting) as they think fit in relation to any other matter which is put before the Meeting.
6. Members can appoint a proxy and give proxy instructions completing the instructions below.

Appointment of proxy to vote online or by post

7. You can appoint a proxy electronically by casting your vote through the online platform, details of which will be provided to all members with email addresses in the membership database, extracted no later than two weeks prior to the meeting. For this to be valid, your vote must be received by the Company no later than 12 hours prior to the meeting.
8. You can appoint a proxy by post by writing to the Company at 63 Westgate Road, London, SE25 4NA. For this to be valid, your request must be received by the Company no later than 4 weeks prior to the meeting and must contain your name, membership number and return address, which must match the membership database. You will be issued with a postal ballot which must be returned to the Company by post to 63 Westgate Road, London, SE25 4NA. For this to be valid, your vote must be received by the Company no later than 1 week prior to the meeting.
9. For those who have been issued a postal ballot, but then decide to attend the meeting and vote in person, their blank, unused form must be presented to the meeting. This will enable us to ensure the integrity of the voting system.

Appointment of proxy to attend the meeting

10. To appoint a proxy to attend, speak and vote at the meeting the member must complete the proxy form which must be:
 - completed and signed;
 - sent or delivered to the Company at Wharf Station, Neptune Road, Tywyn, Gwynedd, LL36 9EY;
 - received by the Company no later than 48 hours prior to the meeting; and
 - accompanied with proof of the identify of both the member and their proxy.

Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

Where a member chooses to issue their proxy with instructions on how to vote on each resolution, these must be provided to the appointed proxy and included on the proxy form. The notes to the proxy form explain how to direct your proxy how to vote on each resolution.

The proxy form is available to download from the Society website or can be requested by writing to the Secretary at 63 Westgate Road, London, SE25 4NA.

Changing proxy instructions

11. Members may change proxy instructions by submitting a new proxy appointment using the methods set out above, returning any unused ballot papers. Note that the cut-off time for receipt of proxy appointments also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.
12. 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.

Communication

13. Members who have general queries about the meeting or voting should contact the Secretary (secretary@talylyn.co.uk)

**Talylyn Railway Preservation Society
(hereafter the “Society”)**

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Form of Proxy

For use at the annual general meeting to be held at 1.30 pm on 11 October 2025.

Please complete this form in capitals.

I, *(please write your name)*:

being a member of the Society, number *(please write your membership number)*:

hereby appoint *(please write chair, or the name of the person)*:

as my proxy to exercise all or any of my rights to attend, speak and vote in respect of my voting entitlement on my behalf at the annual general meeting of the Society to be held at the above date and time and at any adjournment of the meeting.

By completing the section below, I would like my proxy to vote on the resolutions proposed at the meeting as indicated on this form. Unless otherwise instructed, the proxy may vote as they think fit or abstain in relation to any business of the meeting. I acknowledge that a vote withheld is not a vote in law and will not be counted in the calculation of the proportion of votes for and against the resolutions set out below.

Resolutions

(Full details of the resolutions are set out in the notice of meeting accompanying this form.)

	For	Against	Vote Withheld
Ordinary Resolutions			
Approve the minutes of the seventy-third Annual General Meeting of the Society			
Elect the President of the Society			
Approve the Council’s plan to make changes to the Membership Structure of the Society			
Approve the proposal to close Life Memberships to future entrants and instead offer a multi-year membership			
Appoint Auditors to the Society			
Approve the report of Council			
Approve the report of the Honorary Treasurer together with the Financial Statements of the Society			
Special Resolutions			
N/A			

Please indicate with an “X” in the spaces above how you wish your vote to be cast.

Ordinary Resolution Elect members to the Council of the Society. You may enter up to five names:	

If any item left blank, the proxy may vote as they think fit or abstain in relation to any business of the meeting.

Signature:

Date:

Please ensure this form is accompanied with copies of identification for yourself and your proxy. Identification for your proxy is not required if you have elected to appoint the chair.

Notes

1. As a member of the Society you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Society. You can only appoint a proxy using the procedures set out in these notes. This form of proxy confers authority to demand or join in demanding a poll.
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 and vote, your proxy appointment will automatically be terminated.

Voting Directions

3. 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 abstain from voting at their discretion. Your proxy will vote (or abstain from voting) as they think fit in relation to any other matter which is put before the meeting, including a motion to adjourn.