



FRIENDS OF THE RAIL NPC

Non-profit company, Established 1986

Preserving South African Railway Heritage

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Notice of the Annual General Meeting of the Friends of the Rail Association - 2015

**You are hereby advised that the Annual General Meeting of the members
of the Friends of the Rail Association, NPC, will take place on:**

Saturday, 23rd May 2015 at 14:30

**Venue: FOTR's Hermanstad Station,
Miechaelson Ave, Hermanstad, Pretoria.**

All members of the Association in good standing are entitled to attend, speak and vote at this meeting either in person or by way of a proxy. A "Form of Proxy" is attached to this notice for completion and submission by those members who cannot attend in person and wish another person present to represent them, to speak or vote, at this meeting.

Interim AGENDA (subject to adjustments and final confirmation):

1. Welcome and recording of apologies for non-attendance.
2. Recognition of valid proxies received.
3. To confirm and approve the minutes of the previous AGM.
4. To discuss any matters arising from the previous minutes.
5. To receive, consider and adopt the Chairman's report for the financial year 2014 and his outlook for the Association in financial year 2015.
6. To receive, consider and adopt the Financial Director's report for the financial year 2014.
7. To receive, consider and adopt the audited financial statements for the financial

The Friends of the Rail Association, NPC

Registration No. 1995/009790/08

Directors 2014-15: SG Appleton* (secretary), A Attwell, NH Berelowitz (chairman), L Labuschagne, Z de Lange (vice treasurer), CE Janisch (vice-chairman), JA Koch (treasurer), G Kovacs, SJ Smith, AC Victor, (* = British)

- year 2014 and the Auditor's report thereon.
8. To appoint auditors for the financial year 2015.
 9. To receive, consider and adopt the budget proposed for the coming year.
 10. To receive, consider and adopt the following reports from responsible directors for the year 2014: Marketing, Operations, Membership, Health and Safety, Projects and Secretarial.
 11. To elect eligible members from those nominated to the Board of Directors of the Association for year 2015-16. In terms of the Association's Constitution article 26.1, unless duly nominated and re-elected, all the present directors' terms of office will automatically terminate at this AGM. In terms of article 26.5, this election shall take place by secret ballot.
 12. To conduct any other business that may be conducted at an AGM of the Association.
 13. Closing and thanks.

PLEASE NOTE:

This is a formal "Notice of the Annual General Meeting". However this contains an interim agenda.

Should you wish to raise or add any specific item or resolution which is permitted to be raised and debated at an AGM in terms of the Constitution's article 45, kindly submit it by email on or before Saturday 25th April 2015 to the secretary at:

secretary@friendsoftherail.com

Alternatively, such requests may be handed, in written form, to a current board member on or before Saturday 25th April 2015.

Thereafter a final agenda will be drawn up and circulated ahead of the meeting.

Issued on behalf of the Board of the Association by:

Stephen G Appleton

Hon Secretary

Friends of the Rail Association, NPC

Friends of the Rail Association

Instrument of Proxy

Valid for the Annual General Meeting, 23rd May 2015

I, (full name) _____

being a member in good standing of the Friends of the Rail Association, hereby appoint

(full name) _____ of

(address) _____

(* address is not required if the proxy is a member of the Association)

as my proxy, to speak and vote for me on my behalf at the Annual General Meeting of the Association to be held on Saturday, 23rd May 2015.

Signed at _____ on this the _____ day of _____ 2015

Signature: _____

Notes:

A member in good standing who is entitled to attend and vote at the AGM is also entitled to appoint a proxy to attend, speak and vote in his stead. Such a proxy need not be a member of the Association.

Should a member wish to appoint one of the Association's office bearers (such as the Chairman), to be his/her proxy, the member may simply substitute the position held by his/her intended proxy in place of a proxy's name; for example: "Chairman" or "Secretary", etc. That appointed proxy shall be the person that holds the stated position for the duration of this AGM, even if in an acting, deputy or vice capacity.

This proxy form must be completed by the member and submitted by him/her or by his/her appointed proxy to the secretary before the time of commencement of the meeting. Proxies submitted after the commencement of the meeting will not be recognized.

Members who will not be present at the AGM may also scan and email the completed, signed proxy form to secretary@friendsoftherail.com on or before Friday 22nd May 2015.

Proxy forms may also be submitted by post, but given the current unreliability of the postal service, receipt cannot be guaranteed.