

PROXY NOTICE

PERMANENT WAY INSTITUTION (INCORPORATED) – ANNUAL GENERAL MEETING 2024

I, being a member of the Permanent Way Institution (the “Company”) and entitled to vote at general meetings of the Company, hereby appoint the Chair of the Meeting as my proxy to exercise all or any of my rights to attend, speak and vote for me and on my behalf at the Annual General Meeting of the Company to be held at 16:00 on 5 July 2024 at the Macdonald Burlington Hotel, Birmingham (and at any adjournment thereof). I direct that my proxy will vote (or abstain from voting) on the Resolutions set out in the Agenda of the Annual General Meeting as indicated below.

Please indicate with a cross in the appropriate box how you wish your votes to be cast. On receipt of this Proxy Notice duly signed, in the absence of any specific direction, the proxy will vote (or abstain from voting) at his or her discretion. On any other business which properly comes before the Annual General Meeting (including any motion to amend any resolution or adjourn the meeting) the proxy will vote or abstain at his or her discretion.

PLEASE COMPLETE THIS FORM AND SIGN AND DATE BELOW.

ANNUAL GENERAL MEETING RESOLUTIONS Please mark ‘X’ to indicate how you wish to vote	For	Against	Vote Withheld
1. Approve the minutes of the Annual General Meeting, held on 7 July 2023 at 16:00			
2. Approve the Directors’ Report and Accounts for the year ending 31 December 2023			
3. Approve the election of Cathal Mangan as Deputy President			
4. Approve the election of Gareth Davies as a non-executive director			
5. Approve the re-election of Simon Blanchflower as a non-executive director			
6. Approve the re-election of Michelle Nolan-McSweeney as a non-executive director			
7. Approve the re-election of Joan Heery as an executive director			
8. Approve the election of Tony Morgani as a Vice President for Great Britain			
9. Approve the election of Ben Brooks as a Vice President for Great Britain			
10. Approve the election of Rob Cummings as a Vice President for Great Britain			
11. Approve the re-election of Jonathan Bray as a Vice President for Great Britain			
12. Approve the re-election of Andy Franklin as a Vice President for Great Britain			
13. Approve the re-election of Anup Chalisey as a Vice President for Great Britain			
14. Approve the re-election of Darren Sharp as a Vice President for Great Britain			
15. Approve the re-election of Hannah Persson as a Vice President for Great Britain			
16. Approve the re-election of Marco Acquati as a Vice President for Continental Europe			

Signed		PWI Membership No	
Name		Date	
Address			

Notes

- Delivery of a valid Proxy Notice does not affect your entitlement to attend, speak or vote at the AGM, but votes by proxy remain valid unless written termination of the proxy is received 48 hours before the start of the meeting.
- Unless otherwise indicated the proxy must vote as he/she thinks fit or, at his/her discretion, abstain from voting on any ancillary or procedural resolutions put to the meeting.
- This Proxy Notice must arrive no later than 17:00 Thursday 27 June 2024 (seven clear days before the time set for the meeting) either by:
 - Post to **Membership Team, PWI Central, PO Box 12890, Brentwood, CM14 9RY** during usual business hours; or
 - Email by sending a duly completed copy of the Proxy Notice to secretary@thepwi.org.
- The ‘Vote Withheld’ option is to enable you to abstain on any particular resolution. Such a vote is not a vote in law and will not be counted in the votes ‘For’ and ‘Against’ a resolution.