

Dear Member,

On behalf of the Board of Transport Heritage NSW (THNSW), notice is hereby given of the THNSW Annual General Meeting (AGM) 2025.

The enclosed Notice of AGM shows the agenda of business and the date, time and location of the AGM.

A ballot will be held this year to elect two (2) Elected Directors. At the close of nominations, four (4) valid nominations were received, each deemed to have met the Constitutional requirements. As a result, an election is required.

The attached Notice of AGM provides full instructions on how to RSVP and attend the AGM, cast your vote in the election of Elected Directors, and how to vote on AGM business agenda items.

Key dates to remember are shown at the bottom of this page.

Further information regarding the candidates standing for election, as well as details pertaining to the AGM business agenda items, is available on the THNSW website at thnsw.com.au/agm2025

All members are strongly encouraged to read the provided materials thoroughly before casting your ballot and voting on the proposed resolutions.

The AGM will be followed by a Transport Heritage Information Forum in conjunction with representatives from some of our Heritage Transport Sector Group colleagues from around NSW.

The afternoon will culminate in the presentation of this year's Transport Heritage Grants Program 2025 grants, followed by light refreshments and a networking opportunity.

On behalf of the Board, we look forward to your participation at the AGM and thank you for your continued support of THNSW.

Yours sincerely,



Megan Lavender

Volunteer Company Secretary

KEY DATES

Friday 17 October 2025	The full set of AGM 2025 Papers are available at thnsw.com.au/agm2025
Friday 17 October 2025	THNSW 2024-25 Annual Report available
Sunday 2 November 2025, 5:00pm	Questions on notice close
Thursday 13 November 2025, Midday (12:00pm)	Ballot for the election of elected directors closes
Thursday 13 November 2025, Midday (12:00pm)	Online direct voting in advance closes
Thursday 13 November 2025, Midday (12:00pm)	RSVP to attend AGM 2025 closes
Saturday 15 November 2025, 1:30pm for 1:45pm	AGM 2025

Note: All times shown are AEDT (Sydney)

NOTICE OF ANNUAL GENERAL MEETING 2025

Notice is hereby given that the Twelfth Annual General Meeting (AGM) of members of Transport Heritage NSW Ltd ACN 000 570 463 (THNSW) will be held

Saturday 15 November 2025

Commencing: 1:45pm (AEDT)

Venue: Oxford Rooms, Rydges Sydney Central, 28 Albion Street, Surry Hills NSW 2010

AGENDA ITEMS

- 1. Welcome & Apologies**
- 2. Minutes of the previous Annual General Meeting – AGM 2024**
To confirm the minutes of the Eleventh Annual General Meeting held on 26 November 2024.
- 3. Minutes of the Extraordinary General Meeting – EGM March 2025**
To confirm the minutes of the Extraordinary General Meeting held on 1 March 2025.
- 4. Reports**
To receive the Annual Report, including the Directors' Report, Financial Statements and Auditor's Report for the financial year ended 30 June 2025.
- 5. Life Membership**
To grant Life Membership to Marian Whatman (Member 9937)
- 6. Election of Directors**
To receive the result of the election of two (2) members to the Board of Directors and to declare the election.
- 7. Appointment of Non-Elected, Appointed Directors**
To receive the result of the appointment of one (1) member to the Board of Directors as a Non-Elected, Appointed Director.
- 8. General Business**
To reply to any written questions on notice received by the Volunteer Company Secretary on or before 5:00pm (AEDT) Sunday 2 November 2025.
- 9. Meeting Close**

ATTENDING THE AGM

AGM 2025 will be held in person only in the Oxford Rooms, Rydges Sydney Central, 28 Albion Street, Surry Hills NSW 2010.

Members planning to attend the AGM are asked to RSVP to attend for seating and catering purposes – simply go to thnsw.com.au/agm2025 and follow the instructions carefully or call 1300 11 55 99.

On the day of the AGM, members will be able to check-in for the AGM from 1:30pm onwards for a 1:45pm start.

2025 TRANSPORT HERITAGE FORUM

This year's AGM will be held as part of the 2025 Transport Heritage Forum – a day dedicated to information sharing and knowledge exchange for sector representatives and THNSW members.

Following the AGM, members are invited to join representatives from across the transport heritage sector for a general information session. This session will include updates from THNSW, highlights of major projects and activities from the wider sector, and the announcement of the 2025 Transport Heritage Grants Program (THGP) recipients.

The AGM, Information Forum, and THGP 2025 grant presentations are scheduled to conclude by 4:30pm, followed by light refreshments and an informal networking opportunity to close the day.

AGM PAPERS AND ANNUAL REPORT

The full set of Annual General Meeting papers, including papers applicable to agenda items for this AGM, along with the THNSW Annual Report for 2024-25, will be available electronically on the THNSW website from Friday 17 October 2025. Go to: thnsw.com.au/agm2025

If you are unable to access the THNSW website and require a printed copy of any of the AGM documents to be posted to you, please email membership@thnsw.com.au or call 1300 11 55 99 and printed copies will be posted to you via ordinary postal mail.

VOTING MEMBERS

Members are reminded that to be eligible to vote at the AGM you must be at least 18 years of age and a current financial member as at midnight Tuesday 30 September 2025.

ELECTION OF DIRECTORS

An election of two (2) Elected Directors is required in 2025 and there are four (4) candidates for election, hence a ballot is required.

All nominations were received by the closing date on 18 September 2025, checked in accordance with Clauses 18 and 20 of the Constitution and were deemed to have met the requirements.

Candidate nomination information, including candidate statements and short video messages, can be found at thnsw.com.au/agm2025

There are two ways to cast your ballot: (1) online or (2) by requesting a postal ballot form.

To cast your online ballot, see the enclosed AGM 2025 – *Online Ballot & Voting Instructions* from the Australian Election Company (AUSTELECT). If you need assistance casting your online ballot, contact AUSTELECT directly at help@auselect.com or by calling 1800 22 44 20.

To cast your ballot by post, you must request a postal ballot from AUSTELECT directly at help@austelect.com or by calling 1800 22 44 20.

To be effective, online ballots **must be submitted** to AUSTELECT or postal ballots **must arrive** at AUSTELECT **no later than Midday (12:00pm) (AEDT) on Thursday 13 November 2025**.

OTHER AGENDA ITEMS – VOTING IN ADANCE OF THE MEETING

Members are able to conveniently vote online prior to the AGM via AUSTELECT.

Members who are planning to attend the AGM in person are also welcome to vote online in advance of the meeting.

To vote online, see the enclosed *AGM 2025 - Online Ballot & Voting Instructions* from the Australian Election Company (AUSTELECT).

Voting in advance of the meeting closes **Midday (12:00pm) (AEDT) on Thursday 13 November 2025**.

APPOINTING A PROXY

Members are also reminded that they may appoint a proxy to vote on their behalf at the meeting by completing an AGM 2025 Proxy Form. To appoint a proxy please contact AUSTELECT directly.

To be effective, proxies must be received by AUSTELECT **no later than Midday (12:00pm) (AEDT) on Thursday 13 November 2025**.

If you need assistance with casting your vote or appointing a proxy, including by postal mail, contact AUSTELECT directly at help@austelect.com or by calling 1800 22 44 20.

QUESTIONS ON NOTICE

Questions on notice from members must be addressed to the Volunteer Company Secretary via email only at agm@thnsw.com.au and received no later than 5:00pm (AEDT) Sunday 2 November 2025.

Questions on notice should be:

- courteous and respectful
- related directly to the matters of the AGM and preferably the year in review
- clear, concise and to the point, and
- preferably limited to no more than three questions from any one individual member to give reasonable opportunity for more members to ask questions.

Similar questions from one or more members may be grouped together and a single response provided.

Questions that have been asked before and responded to during previous AGMs will not be readdressed unless something has changed significantly.

The Board will determine the form of any responses to questions on notice. This may include responses directly to the member outside of the AGM if the matter is more relevant to the individual or a small number of members rather than the membership as a whole. Prior to the AGM, the Board via the Volunteer Company Secretary may ask a member to clarify their question if it is not sufficiently clear.

It may not be possible to answer all questions during the AGM such as those requiring detailed analysis or research. Such questions will be acknowledged and deferred if there is insufficient time to prepare a response.