



West Somerset Railway P.L.C

The Railway Station, Minehead, Somerset, TA24 5BG

Telephone: Minehead (01643) 704996

Fax: (01643) 706349

E-mail: info@wsrail.net

Website: www.west-somerset-railway.co.uk

Minutes of the Annual General Meeting held via Zoom Video Conference from 10.04 on Saturday 21st November 2020.

The Chairman, Jonathan Jones-Pratt, welcomed the everyone to the meeting. Due to Covid-19 this year's AGM was a closed meeting and therefore the normal formalities of welcoming shareholders and introducing the Board, were not required.

The quorum for the meeting, per the Articles, was three members entitled to vote. Three people present on the Zoom conference were members, those three being Mark Smith, Steve Williams, and Mike Thompson. The required quorum was met, and the meeting was declared open.

The Notice convening the meeting was sent out in accordance with statutory requirements. Permission was given for the Notice to be taken as read.

Attention was drawn to the fact that, as detailed in the Notice, the AGM was a closed meeting, all voting was by members either returning the voting form or granting a proxy for the Chairman to cast. Normally, voting at the AGM is done on a show of hands of those members attending the meeting. The votes of those members who vote by post or by proxy are only taken into account if a poll vote is called for. That process is laid out in the company's Articles. Clearly, this could not be the case this year as only three members were present, and concession had been granted under the Corporate Insolvency and Governance Act 2020 to allow for this. As such the voting was effectively a poll vote which means 1 vote per share held.

1. The meeting was asked to accept the minutes of the 2019 Annual General Meeting. These were unanimously accepted.
2. Jonathan Jones-Pratt asked the meeting to receive the accounts for the year ending 31st March 2020 and the reports of the directors and auditors on those accounts. Permission was given for these to be taken as read.

Jonathan Jones-Pratt proposed Resolution 1 as an ordinary resolution, that the report and accounts for the year ended 31 March 2020 and the reports of the directors and auditors on those accounts be received.

Total votes received	8,179,492
Total For	8,031,192
Total Against	25,600
Total Abstentions	122,700

The resolution was declared as carried.

3. The third item on the agenda was to elect the directors who have been co-opted to the Board since the last Annual General Meeting.

Jonathan Jones-Pratt proposed Resolution 2 as an ordinary resolution that Andrew Castledine was elected as a Director of the Company,

Total votes received	8,197,142
Total For	8,085,492
Total Against	75,800
Total Abstentions	35,850

The resolution was declared as carried.

Jonathan Jones-Pratt proposed Resolution 3 as an ordinary resolution that Justin Kerr-Peterson was elected as a Director of the Company,

Total votes received	8,195,042
Total For	8,012,542
Total Against	79,200
Total Abstentions	103,300

The resolution was declared as carried.

Jonathan Jones-Pratt proposed Resolution 4 as an ordinary resolution that Steve Williams was elected as a Director of the Company,

Total votes received	8,197,142
Total For	5,823,272
Total Against	158,800
Total Abstentions	2,215,070

The resolution was declared as carried.

Jonathan Jones-Pratt proposed Resolution 5 as an ordinary resolution that Mike Thompson was elected as a Director of the Company,

Total votes received	8,195,042
Total For	5,740,372
Total Against	167,750
Total Abstentions	2,286,920

The resolution was declared as carried.

4. The fourth item on the agenda was to appoint A C Mole & Sons as Auditors of the Company and to authorise the Directors to agree their remuneration.

Jonathan Jones-Pratt proposed Resolution 6 as an ordinary resolution, to reappoint A C Mole & Sons as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to agree their remuneration.

Total votes received	8,200,192
Total For	8,146,992
Total Against	30,600
Total Abstentions	22,600

The resolution was declared as carried.

5. The fifth item on the agenda was to note the retirement of Mark Smith as Vice Chairman and Director and to acknowledge his major contribution to the Plc and the West Somerset Railway. Jonathan Jones-Pratt said it had been a privilege to work with Mark and thanked him for returning to the railway 2 years ago.
6. Jonathan Jones-Pratt said given the circumstances it was appropriate to hold off any particular decisions on the date and venue for next years meeting, it will be at the end of September 2021 and he hopes we will be able to welcome our members and supporters.

The AGM closed at 10:14am