

# TR Owners Club Limited (TR Register).

## A Guide to Proxy Voting



### A brief outline

Each member can delegate his or her voting power to another person. A person so designated is called a "proxy" and the person designating them is called a "principal".

A Director will be appointed to be known as the "Proxy Officer" who will be charged to keep account of all completed proxy voting forms and members present at the meetings.

General Meeting calling notices will contain all resolutions and details of supporting statements. The Directors will make clear if they support or do not support individual resolutions and the reasons why.

### Types of proxy

- There will be two types of proxy votes, specific and discretionary.
- Specific is where a principal instructs the proxy exactly how to vote on each resolution.
- Discretionary is where the principal gives the proxy a free hand in the way he/she votes.
- Proxy voting forms will be designed to allow principal to define which type of vote they are delegating and if specific which way they want their proxy to vote.

### How to Register

To register a proxy vote the principal will have to complete a "Proxy Voting Form" on the TR Registers web site (<http://www.tr-register.co.uk/registerproxy.php>) or use a hardcopy available from the office. Once complete the principal must give one copy to their proxy and send (by email or post) a copy to the Clubs Proxy Officer at least 48 hours before the planned meeting. A member may appoint any person to be their proxy. Members can appoint the Chairman as their proxy.

### At the General Meeting

- At the General meeting all members attending will register with the Proxy Officer and they will be given a voting card.
- All proxy holders will register with the Proxy Officer they will be given a voting card.
- The Proxy Officer will keep a tally of all proxy votes, those sent to the Chairman and those held at the meeting. Normally for most resolutions voting will be on show of hands.

### Under a show of hands

- Each member present has one vote.
- If the member holds a proxy they have two votes one for themselves one for the proxy.
- If the member holds two or more proxies which support the resolution they have two votes one for themselves one for the proxies.
- If a member holds two or more proxies they have a maximum of three votes, that's one for themselves, one for the proxies that supports the resolution and one for the proxies that oppose the resolution.

### Poll

If a poll is called the Proxy Officer will issue voting slips to all members and all proxies. Proxy holders will get one slip for each proxy. Members and Proxies will then mark their slips and hand them back to the Proxy Officer for counting. The proxy votes held by the Club Chairman will be managed by the Proxy Officer and added to the result of the polling slips.

A poll can be called by: The Club Chairman, The Directors, or 5 Members.