**Notice of Annual General Meeting 2025**

**Notice is hereby given that the 2025 Annual General Meeting of Herts for Learning Limited**

**(Company no. 08419581) trading as HFL Education will be held online**

**via Microsoft Teams on Monday 29 September 2025 at 5pm**

**for the purpose of considering the following business:**

|  |  |
| --- | --- |
| **1.** | **Update from the HFL Education Board – Paul Layzell, Chair of the Board** |
| **2** | **Headline review of the year – Carole Bennett, Chief Executive Officer** |
| **3.** | **Ordinary Resolution 1:** To receive the HFL Annual Report and Accounts for the year ended 31 March 2025 (available to view online on the [HFL website](https://www.hfleducation.org/sites/default/files/2023-10/hfl-articles-of-association-updated-sept2023.pdf)). |
| **4.** | **Ordinary Resolution 2:** To reappoint Hillier Hopkins as the Company’s auditors for the financial year ending 31 March 2026. |
| **5.** | **Ordinary Resolution 3:** To authorise the HFL Board to agree the remuneration of the auditors. |
| **6.** | **Questions for the HFL Board of Directors** |

All members of Herts for Learning Ltd (trading as HFL Education) are invited to attend this virtual Annual General Meeting. Registration details have been distributed to all headteachers and chairs of governors of our shareholding schools.

Members are encouraged to submit their proxy votes in advance, as outlined below. Please note that submitting a proxy vote does not preclude members from attending the virtual AGM or from voting online during the meeting.

By Order of the Board

**Lynette Dexter - Company Secretary**

**For and on behalf of Herts for Learning Ltd**

**8 September 2025**

*Herts for Learning Ltd trading as HFL Education*

*Bank House, Ground Floor - North Wing, Primett Road, Stevenage, Herts, SG1 3EE*

*Registered in England No. 0841958*

***Note:*** *PROXIES – Article 51 of the Herts for Learning Articles of Association enables a member to appoint the Chair of the meeting as proxy to act and vote on their behalf at the Annual General Meeting. To do this, please complete the attached form and email it to board@hfleducation.org no later than 12pm (midday) on Monday 29 September 2025.*

**Proxy Voting Form for the Annual General Meeting 2025**

**of Herts for Learning Limited (Company no. 08419581) trading as HFL Education**

**to be held online via Microsoft Teams Town Hall on Monday 29 September 2025 at 5pm**

|  |  |
| --- | --- |
| School name: | The Governing Body of: |
| School number: |  |

Being a member of Herts for Learning Limited (trading as HFL Education), I hereby appoint the Chair of the meeting as its proxy to vote in its name and on its behalf at the virtual Annual General Meeting of the Company to be held on Monday 29 September 2025 at 5pm, and at any adjournment thereof as stated below.

* *This form must be completed and signed by a person appointed to act on behalf of the Governing Body.*
* *Please mark the appropriate boxes below with an ‘X’ to indicate your vote.*
* *If a box is not marked or if the vote is unclear, the proxy will vote as they think fit.*
* *A 'vote withheld' is not a vote in law and is not counted towards the votes cast 'for' or 'against' a resolution.*

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **Number** | **Ordinary Resolution** | **For** | **Against** | **Vote withheld** |
| 1. | To receive the HFL Annual Report and Accounts for the year ended 31 March 2025.  |  |  |  |
| 2. | To reappoint Hillier Hopkins as the Company’s auditors for the financial year ending 31 March 2026. |  |  |  |
| 3. | To authorise the HFL Board to agree the remuneration of the auditors. |  |  |  |

|  |  |
| --- | --- |
| **Signed:** | **Date:** |

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***Completed proxy voting forms must be returned by email to: board@hfleducation.org***

***no later than 12pm (midday) on Monday 29 September 2025***

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