

THE NORTH OF ENGLAND PROTECTING AND INDEMNITY ASSOCIATION LIMITED

("The Company")

NOTICE IS HEREBY GIVEN that the Annual General Meeting ("AGM") of the Company will be held at St. James' Court, 54 Buckingham Gate, Westminster, London, SW1E 6AF on Thursday 14 November 2019 at 09:30 hours where the following business will be transacted:

ORDINARY RESOLUTIONS

1. FINANCIAL STATEMENTS

To receive and consider the reports of the Directors and the Auditors together with the financial statements for the year ended 20 February 2019.

2. APPOINTMENT OF AUDITORS

To appoint KPMG as Auditors and to authorise the Directors to fix the Auditors' remuneration.

3. RE-APPOINTMENT OF NON-EXECUTIVE DIRECTORS

To appoint the following persons as Directors of the Company, who retire by rotation at the AGM:

Lord NJA Fairfax

Mr PM Johnson

Mr TF Hart

4. MEMBERS BOARD REPRESENTATIVES

To receive details of current Members Board representatives and their appointing Members.

Dated: 15 October 2019

By order of the Board

Chris Owen

Company Secretary

Registered Office: 100 The Quayside, Newcastle upon Tyne, NE1 3DU

NOTES TO THE NOTICE OF ANNUAL GENERAL MEETING

- 1 A Member is entitled to appoint another person as its proxy to exercise the Member's rights to attend, speak and vote at the meeting. A proxy need not be a Member of the Company.
- 2 A Form of Proxy is provided with this Notice for Members. If a Member wishes to appoint more than one proxy and so requires additional proxy forms, the Member should contact the Company Secretary, Chris Owen, on +44 (0)191 232 5221 or chris.owen@nepia.com. To be valid, the Form of Proxy and any power of attorney or other authority under which it is signed (or a notarially certified copy of such authority) must be received by post or (during normal business hours only) by hand at the Company's registered office, The North of England Protecting & Indemnity Association Limited, 100 The Quayside, Newcastle upon Tyne, NE1 3DU or by e-mail to chris.owen@nepia.com not less than 48 hours before the time of the holding of the meeting or any adjournment thereof. Completion and return of the Form of Proxy will not preclude Members from attending and voting at the meeting should they wish to do so.
- 3 Any corporation which is a Member can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a Member provided that they do not do so in relation to the same ship.
- 4 If Members have general queries about the meeting, they should contact Chris Owen on +44 (0)191 232 5221 or chris.owen@nepia.com. No other methods of communication will be accepted. Members must not use any electronic address provided either in this Notice or any related documents (including the proxy form), to communicate with the Company for any purposes other than those expressly stated.