

**TO: THE MEMBERS**

**3rd August, 2020**

Dear Sirs,

**ANNUAL GENERAL MEETING**

**1. Notice of Annual General Meeting on 17th September, 2020**

The Notice of the One Hundred and Thirty-second Annual General Meeting of the Association is enclosed.

**2. Agenda for Annual General Meeting**

The Agenda and all supporting documents for the meeting are enclosed.

**3. Proxy Form**

A proxy form is enclosed. Please note the completed form must reach the Secretary of the Association via post or via email [TMDefence@thomasmiller.com](mailto:TMDefence@thomasmiller.com) no later than 48 hours before the meeting.

**4. Report & Accounts**

The Report & Accounts for the period to 20th February, 2020 are available under the 'Member Resources' section at [www.ukdefence.com](http://www.ukdefence.com).

Yours faithfully,

**THOMAS MILLER DEFENCE LTD**

Managers

**TO: THE MEMBERS**

**3rd August, 2020**

Dear Sirs,

**NOTICE OF MEETING**

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Members will be held via Lifesize videoconference (<https://call.lifesizecloud.com/4838269> Passcode: 170920#) on the 17th September, 2020 at 9.00 am for the following purposes:

- to receive and adopt the Directors' Report and Financial Statements for the year ended 20th February, 2020.
- to re-elect Directors;
- to re-appoint the Auditors and authorise the Directors to fix their remuneration; and
- to transact any other business.

By Order of the Board  
K.P. Halpenny  
**Secretary**

3rd August, 2020

**ONE HUNDRED AND THIRTY-SECOND  
ANNUAL GENERAL MEETING**

**TO BE HELD  
VIA LIFESIZE AT  
<https://call.lifesizecloud.com/4838269>  
Passcode: 170920#**

**ON**

**THURSDAY, 17TH SEPTEMBER, 2020**

**AT 09.00 A.M.**

## A G E N D A

17th September, 2020

**1. To read the Notice of Meeting**

**2. Minutes**

To confirm the Minutes of the Annual General Meeting held on 19th September, 2019.

**3. To note the Auditor's Report**

The Report and Accounts for the period to 20th February, 2020 can be downloaded from the Association's website at [www.ukdefence.com](http://www.ukdefence.com).

**4. Report and Accounts**

Ordinary Resolution to propose:

"That the Report and Accounts as audited and certified for the period ended 20th February, 2020 be and are hereby adopted."

**5. Election of Directors**

In accordance with the Articles of Association, all the Directors retire from office and, being eligible, offer themselves for re-election.

Ordinary Resolutions to propose:

- “
- (a) Mr I. Al-Nadhairi be re-elected a Director of the Association.
  - (b) Mr E. André be re-elected a Director of the Association.
  - (c) Ms M. Bottiglieri be re-elected a Director of the Association.
  - (d) Mr I.C. Caroussis be re-elected a Director of the Association.
  - (e) Mr D.J. Evans be re-elected a Director of the Association.
  - (f) Mr. B.C. Goulandris be re-elected a Director of the Association.
  - (g) Mr. G. Goumas be re-elected a Director of the Association.
  - (h) Mr G.A. Gratsos be re-elected a Director of the Association.
  - (i) Mr T. Huxley be re-elected a Director of the Association.
  - (j) Mr C.R. Kendall be re-elected a Director of the Association.
  - (k) Mr Z. Lanshui be re-elected a Director of the Association.
  - (l) Ms S. Laskaridis be re-elected a Director of the Association.
  - (m) Mr M.F. Lykiardopulo be re-elected a Director of the Association.
  - (n) Mr B. MacLehose be re-elected a Director of the Association.
  - (o) Mr M. Nomikos be re-elected a Director of the Association.
  - (p) Mr S. Palios be re-elected a Director of the Association.
  - (q) Mr P. Pappas be re-elected a Director of the Association.
  - (r) Mr M.G. Pateras be re-elected a Director of the Association.
  - (s) Mr A. Stafilopatis be re-elected a Director of the Association.
  - (t) Mr Y.T. Triphyllis be re-elected a Director of the Association.
  - (u) Mr M. Wade be re-elected a Director of the Association.
  - (v) Mr G. Weston be re-elected a Director of the Association.”

**6. Appointment and Remuneration of the Auditors**

The Association's Auditor retires at each AGM and, being eligible, offer themselves for re-election.

Ordinary Resolution to propose:

"BDO LLP be appointed Auditor and that their remuneration shall be such sum as shall be agreed by the Directors."

**7. Any Other Business**

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**MINUTES OF  
THE ONE HUNDRED AND THIRTY-FIRST  
ANNUAL GENERAL MEETING  
OF MEMBERS OF THE ASSOCIATION  
HELD AT  
90 FENCHURCH STREET  
LONDON EC3M 4ST  
ON  
17TH SEPTEMBER, 2019**

Mr. P. Pappas was in the chair and a quorum was present.

1. The Notice of the Meeting was taken as read.

The Managers reported that having reviewed the Proxy Forms there was overall support for each of the resolutions set out in the Agenda.

2. The Minutes of the One Hundred and Thirtieth Annual General Meeting held on 20th September, 2018 were confirmed as a correct record and signed by the Chairman.
3. The Auditor's Report was noted.
4. After consideration of the Income and Expenditure Account and the Balance Sheet, it was proposed by Mr. Huxley, seconded by Mr. André and unanimously resolved:

"That the Report and Accounts as audited and certified for the year ended 20th February, 2019 be and are hereby adopted."

5. On the proposal of Mr. Weston and seconded by Mr. Gratsos, it was unanimously resolved:

"That the Directors retiring in accordance with the terms of the Articles of Association and offering themselves for re-election, be re-elected by a single Resolution."

"That Ms M. Bottiglieri and Ms S. Laskaridis and Messrs E. André, I. Caroussis, D.J. Evans, B.C. Goulandris, G. Goumas, G.A. Gratsos, T. Huxley, C.R. Kendall, Z. Lanshui, M.F. Lykiardopulo, B. MacLehose, M. Nomikos, S. Palios, P. Pappas, M.G. Pateras, A.Stafilopatis, Y.T. Triphyllis, M. Wade and G.D. Weston be re-elected Directors of the Association."

6. On the proposal of Mr. Weston and seconded by Mr. Stafilopatis it was unanimously resolved:

"That with effect from 20th October, 2019 the revised Articles of Association be and hereby adopted."

7. On the proposal of Mr. André and seconded by Ms. Bottiglieri it was unanimously resolved:

"That will effect from 20th October, 2019 the amendment to the Association's Rules be and are hereby adopted."

8. On the proposal of Mr. Huxley and seconded by Mr. Weston it was unanimously resolved:

"That Messrs BDO LLP be appointed Auditor and that their remuneration shall be such sum as shall be agreed by the Directors."

9. There being no other business the meeting ended at 09.35 am.
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# ANNUAL GENERAL MEETING

Our Ref: BLANK

Mr K.P. Halpenny  
 The Secretary  
 The United Kingdom Freight Demurrage and Defence Association Limited  
 90 Fenchurch Street  
 London EC3M 4ST

## FORM OF PROXY

Total Number of votes

The undersigned, a Member of The United Kingdom Freight Demurrage and Defence Association Limited, hereby appoints:

or **the chairman of the Annual General Meeting**

to be the undersigned's proxy in the order named to vote on behalf of the undersigned at the Annual General Meeting of the Members of the said Company to be held on the 17th September 2020 and at any adjournment thereof.

Please indicate in the spaces below how you wish your vote(s) to be cast in the event that the resolutions set out in the attached Agenda are duly proposed and seconded.

	For (total)	Against (total)		For (total)	Against (total)
Resolution In Item 4	—	—	Resolution In Item 5(l)	—	—
Resolution In Item 5(a)	—	—	Resolution In Item 5(m)	—	—
Resolution In Item 5(b)	—	—	Resolution In Item 5(n)	—	—
Resolution In Item 5(c)	—	—	Resolution In Item 5(o)	—	—
Resolution In Item 5(d)	—	—	Resolution In Item 5(p)	—	—
Resolution In Item 5(e)	—	—	Resolution In Item 5(q)	—	—
Resolution In Item 5(f)	—	—	Resolution In Item 5(r)	—	—
Resolution In Item 5(g)	—	—	Resolution In Item 5(s)	—	—
Resolution In Item 5(h)	—	—	Resolution In Item 5(t)	—	—
Resolution In Item 5(i)	—	—	Resolution In Item 5(u)	—	—
Resolution In Item 5(j)	—	—	Resolution In Item 5(v)	—	—
Resolution In Item 5(k)	—	—	Resolution In Item 6	—	—

Unless otherwise instructed, the proxy will vote as he thinks fit.

Name of Member Company:

AS WITNESS the hand of the undersigned this day.....of....., 2020

Name of Signatory .....

Signature.....

Designation of Signatory .....

Signature of Witness.....