

TO: THE MEMBERS

12th August, 2013

Dear Sirs,

ANNUAL GENERAL MEETING

1. Notice of Annual General Meeting on 19th September, 2013.

The Notice of the One Hundred and Twenty Fifth 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 at its Registered Office at 90 Fenchurch Street, London EC3M 4ST no later than 48 hours before the meeting.

Yours faithfully,

THOMAS MILLER DEFENCE LTD

Managers

TO: THE MEMBERS

12th August, 2013

NOTICE OF MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Members will be held in Greece on the 19th day of September, 2013 at 9.30 am for the following purposes:

- to receive and adopt the Directors' Report and Financial Statements for the year ended 20th February, 2013.
- to re-elect Directors;
- to consider revision of the Association's Articles of Association;
- to consider an amendment to the Rules of the Association;
- 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

12th August, 2013

**ONE HUNDRED AND TWENTY FIFTH
ANNUAL GENERAL MEETING**

TO BE HELD AT

**HILTON HOTEL
46 VASSILISSIS SOFIAS AVE,
ATHENS, GREECE**

ON

THURSDAY, 19TH SEPTEMBER, 2013

AT 9.30 A.M.

A G E N D A

19th September, 2013

1. To read the Notice of Meeting.

2. Minutes

To confirm the Minutes of the Annual General Meeting held on 20th September, 2012.

3. To note the Auditors' Report.

4. Report and Accounts.

The Report & Accounts for the period 20th February, 2013 have been circulated electronically to all Members.

Ordinary Resolution to propose:

"That the Report and Accounts as audited and certified for the period ended 20th February, 2013 be and are hereby adopted."

5. Election of Directors.

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

Ordinary Resolutions to propose:-

- " (a) Mr E.F. André be re-elected a Director of the Association.
- (b) Ms M. Bottiglieri be re-elected a Director of the Association.
- (c) Mr B.C. Goulandrís be re-elected a Director of the Association.
- (d) Mr G.A. Gratsos be re-elected a Director of the Association.
- (e) Mr M. Hashim be re-elected a Director of the Association.
- (f) Mr Tan Chin Hee be re-elected a Director of the Association.
- (g) Mr C.R. Kendall be re-elected a Director of the Association.
- (h) Mr. Z Lanshui be re-elected a Director of the Association.
- (i) Mr P.C. Laskaridis be re-elected a Director of the Association.
- (j) Mr M.F. Lykiardopulo be re-elected a Director of the Association.
- (k) Mr T.J. McClure be re-elected a Director of the Association.
- (l) Mr. M. Nomikos be re-elected a Director of the Association.
- (m) Mr S. Palios be re-elected a Director of the Association.
- (n) Mr P. Pappas be re-elected a Director of the Association.
- (o) Mr M.G. Pateras be re-elected a Director of the Association.
- (p) Mr Y.T. Triphyllis be re-elected a Director of the Association.
- (q) Mr G.D. Weston be re-elected a Director of the Association.
- (r) Mr G. Woodford be re-elected a Director of the Association."

6. Revision of the Articles of Association – Special Resolution

Special Resolution to propose the adoption of revised Articles of Association as contained in Appendix “A” as attached to Circular number 2013/03 submitted to this meeting and, for the purpose of identification signed by the Chairman:

“That with effect from 12 noon Greenwich Mean Time on 20th February, 2014 the revised Articles of Association be and are hereby adopted.”

7. Amendment to Rules of Association – Special Resolution

Special Resolution to propose in relation to the amendment contained in Appendix “B” as attached to Circular number 2013/03 submitted to this meeting and, for the purposes of identification signed by the Chairman:

“That with effect from 12 noon Greenwich Mean Time on 20th February, 2014 the amendment to the Association’s Rules be and is hereby adopted.”

8. Appointment and Remuneration of Auditors

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

Resolution to propose:

"Grant Thornton UK LLP be re-appointed Auditors and that their remuneration shall be such sum as shall be agreed by the Directors."

9. Any Other Business

DRAFT
MINUTES OF
THE ONE HUNDRED AND TWENTY FOURTH
ANNUAL GENERAL MEETING
OF THE MEMBERS OF THE ASSOCIATION
HELD AT
90 FENCHURCH STREET,
LONDON EC3M 4ST
ON
20TH SEPTEMBER, 2012

Mr. M. Pateras 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 Twenty Third Annual General Meeting held on 22nd September, 2011 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. M. Hashim seconded by Mr. C.R. Kendall and unanimously resolved:

“That the Report and Accounts as audited and certified for the year ended 20th February, 2011 be and are hereby adopted”.

5. On the proposal of Mr. M. Lykiardopulo, and seconded by Mr. Tan Chin Hee, 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 Messrs E.F. André, B.C. Goulandris, G.A. Gratsos, M. Hashim, Tan Chin Hee, C.R. Kendall, P.C. Laskaridis, M.F. Lykiardopulo, T.J. McClure, S. Palios, P. Pappas, M.G. Pateras, Y.T. Triphyllis, G.D. Weston and G. Woodford be re-elected Directors of the Association” .

6. On the proposal of Mr. M. Hashim seconded by Mr. C.R. Kendall it was unanimously resolved:

“That Messrs Grant Thornton UK LLP be appointed Auditor and that their remuneration shall be such sum as shall be agreed by the Directors”.

7. There being no other business the meeting ended at 0940 hrs.
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