

**THE UNITED KINGDOM DEFENCE INSURANCE ASSOCIATION
(ISLE OF MAN) LIMITED**

2ND FLOOR
SAMUEL HARRIS HOUSE
5-11 ST GEORGES STREET
DOUGLAS
IM1 1AJ

TELEPHONE: 01624 645200
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TO: THE MEMBERS

10th August, 2012

Dear Sirs,

ANNUAL GENERAL MEETING - NOTICE

1. Notice of Annual General Meeting on 12th September, 2012

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Members will be held in Douglas, Isle of Man on the 12th day of September, 2012 at 9.30am for the purpose of considering the items in the attached Agenda.

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 in Douglas, Isle of Man no later than 48 hours before the meeting.

Yours faithfully,

HAVELOCK INSURANCE MANAGEMENT LIMITED

Managers

THIRTEENTH ANNUAL GENERAL MEETING

OF

**THE UNITED KINGDOM DEFENCE INSURANCE
ASSOCIATION (ISLE OF MAN) LIMITED**

TO BE HELD AT

**LEVEL 2, SAMUEL HARRIS HOUSE,
5-11 ST. GEORGES STREET,
DOUGLAS, ISLE OF MAN**

ON

12TH SEPTEMBER, 2012

AT 9.30 A.M.

AGENDA

THIRTEENTH ANNUAL GENERAL MEETING

12TH SEPTEMBER, 2012

AGENDA

1. To read the Notice of Meeting.

2. Minutes of the previous meeting.

To confirm the minutes of the Twelfth Annual General Meeting held on 15th September, 2011.

3. To note the Auditor's Report.

4. Directors' Report and Accounts.

Resolution to propose:-

“That the Report and Accounts as audited and certified for the year ended 20th February, 2012 be and are hereby adopted.”

5. Election of Directors.

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

Resolutions to propose:-

- “
- (a) Dr. D.L. Moore be re-elected a Director of the Association.
 - (b) Mr. P. Gruaz be re-elected a Director of the Association.
 - (c) Mr. E. Shallcross be re-elected a Director of the Association.
 - (d) Mr. K.L. Marshall be re-elected a Director of the Association.
 - (e) Mr. I. Botonakis be re-elected a Director of the Association.
 - (f) Mr. I.R. Jarrett be re-elected a Director of the Association.”

6. Appointment and Remuneration of Auditors.

Resolution to propose:-

“That KPMG Audit LLC of Douglas, Isle of Man be re-appointed Auditors and that their remuneration shall be such sum as shall be agreed by the Directors.”

7. Any Other Business.

DRAFT

MINUTES OF THE TWELFTH ANNUAL GENERAL MEETING

OF THE MEMBERS OF

**THE UNITED KINGDOM DEFENCE INSURANCE
ASSOCIATION (ISLE OF MAN) LIMITED**

HELD AT

16/17 MOUNT HAVELOCK, DOUGLAS, ISLE OF MAN

ON

15TH SEPTEMBER, 2011

**MINUTES OF THE TWELFTH ANNUAL GENERAL MEETING
OF THE MEMBERS OF**

**THE UNITED KINGDOM DEFENCE INSURANCE
ASSOCIATION (ISLE OF MAN) LIMITED**

**HELD AT 16/17 MOUNT HAVELOCK, DOUGLAS, ISLE OF MAN
ON
15TH SEPTEMBER, 2011**

1. CHAIRMAN AND PROXIES

Mr. E. Shallcross was elected Chairman of the meeting and a quorum was present.

The Secretary reported that proxy forms had been received from 142 Members and there was overall support for each of the resolutions set out in the Agenda.

2. NOTICE OF MEETING

The Notice of Meeting was taken as read.

3. MINUTES OF THE PREVIOUS MEETING

The Minutes of the Annual General Meeting held on 10th September, 2010 were confirmed as a true record and signed by the Chairman.

4. AUDITOR'S REPORT

The Auditor's Report for the year-ended 20th February, 2011 was noted.

5. DIRECTORS' REPORT AND ACCOUNTS

After consideration of the Profit and Loss Account and the Balance Sheet, IT WAS UNANIMOUSLY RESOLVED that the Directors' Report and Accounts as audited and certified for the year ended 20th February, 2011 be adopted.

6. RE-ELECTION OF DIRECTORS

In accordance with the provisions of Article 18 of the Articles of the Association, all of the Directors retired from office. All the Directors, being eligible, offered themselves for re-election.

IT WAS UNANIMOUSLY RESOLVED that Dr. D.L. Moore be re-elected a Director of the Association.

IT WAS UNANIMOUSLY RESOLVED that Mr. P. Gruaz be re-elected a Director of the Association.

IT WAS UNANIMOUSLY RESOLVED that Mr. E. Shallcross be re-elected a Director of the Association.

IT WAS UNANIMOUSLY RESOLVED that Mr. K.L. Marshall be re-elected a Director of the Association.

IT WAS UNANIMOUSLY RESOLVED that Mr. I.R. Jarrett be re-elected a Director of the Association.

7. APPOINTMENT AND REMUNERATION OF THE AUDITORS

IT WAS UNANIMOUSLY RESOLVED that Messrs Moore Stephens of Douglas, Isle of Man, be reappointed auditors and that their remuneration shall be such sum as shall be agreed by the Directors.

There being no further business the meeting closed at 0940 hrs

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Chairman