The Managers
Thomas Miller Defence Ltd
90 Fenchurch Street,
London
EC3M 4ST

T +44 207 283 4646
TMDefence@thomasmiller.com
www.ukdefence.com

TO: THE MEMBERS

5th August, 2026

Dear Sirs,

ANNUAL GENERAL MEETING

1. Notice of Annual General Meeting on 17th September, 2026

The Notice of the One Hundred and Thirty-eighth 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 no later than 48 hours before the meeting.

4. Report & Accounts

The Report & Accounts for the period to 20th February, 2026 are available under the 'Member Resources' section at www.ukdefence.com.

Yours faithfully,

THOMAS MILLER DEFENCE LTD

Managers

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TO: THE MEMBERS

5th August, 2026

Dear Sirs,

NOTICE OF MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Members will be held at the Association's registered office at 90 Fenchurch Street, London, EC3M 4ST on the 17th September, 2026 at 9.30am for the following purposes:

- to receive and adopt the Directors' Report and Financial Statements for the year ended 20th February, 2026;
- to re-elect Directors;
- to re-appoint the Auditors and authorise the Directors to fix their remuneration;
- to consider revisions to the Association's Rules; and
- to transact any other business.

By Order of the Board
K.P. Halpenny
Secretary

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ONE HUNDRED AND THIRTY-EIGHTH
ANNUAL GENERAL MEETING

TO BE HELD AT

90 FENCHURCH STREET
LONDON EC3M 4ST

ON

THURSDAY, 17TH SEPTEMBER, 2026

AT 09.30 A.M.

AGENDA

17th September, 2026

1. To read the Notice of Meeting

2. Minutes

To confirm the Minutes of the Annual General Meeting held on 18th September, 2025 and the Extraordinary General Meeting held on 18th June, 2026.

3. To note the Auditor's Report

The Report and Accounts for the period to 20th February, 2026 can be downloaded from the Association's website at 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, 2026 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 R.C. Beyer be re-elected a Director of the Association.
(c) Mr I.C. Caroussis be re-elected a Director of the Association.
(d) Mr D.J. Evans be re-elected a Director of the Association.
(e) Mr B.C. Goulandris be re-elected a Director of the Association.
(f) Mr. G. Goumas be re-elected a Director of the Association.
(g) Mr T. Huxley be re-elected a Director of the Association.
(h) Mr C.R. Kendall be re-elected a Director of the Association.
(i) Ms S. Laskaridis be re-elected a Director of the Association.
(j) Mr. F.P.N Lemos be re-elected a Director of the Association
(k) Mr M.F. Lykiardopulo be re-elected a Director of the Association.
(l) Mr B. MacLehose be re-elected a Director of the Association.
(m) Mr C. Monteiro be re-elected a Director of the Association.

(n) Mr M. Nomikos be re-elected a Director of the Association.
(o) Mr P. Pappas be re-elected a Director of the Association.
(p) Mr C. Rychly be re-elected a Director of the Association.
(q) Mr Y. Shimane be re-elected a Director of the Association.
(r) Mr A. Stafilopatis be re-elected a Director of the Association.
(s) Mr Y.T. Triphyllis be re-elected a Director of the Association.
(t) Mr M. Wade 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. Amendments to the Rules

Special Resolution to propose amendments to the Association's Rules as highlighted and contained in Appendix "A" 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, 2027 the amendments to the Association's Rules be and are hereby adopted."

8. Any Other Business

MINUTES OF
THE ONE HUNDRED AND THIRTY-SEVENTH
ANNUAL GENERAL MEETING
OF MEMBERS OF THE ASSOCIATION
HELD AT
90 FENCHURCH STREET
LONDON EC3M 4ST
ON
18TH SEPTEMBER, 2025 at 09:30hrs

Mr. Nomikos 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 Thirty-Seventh Annual General Meeting held on 18th September, 2025 were confirmed as a correct record and signed by the Chair.

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. Kendall, seconded by Mr. Huxley and unanimously resolved:

> "That the Report and Accounts as audited and certified for the year ended 20th February, 2025 be and are hereby adopted."

5. On the proposal of Mr. Wade and seconded by Mr. MacLehose, 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 S. Laskaridis and Messrs I. Al-Nadhairi, E. André, R. Beyer I. Caroussis, D.J. Evans, B.C. Goulandris, G. Goumas, T. Huxley, C.R. Kendall, F. Lemos, M.F. Lykiardopulo, B. MacLehose, C. Monteiro, M. Nomikos, P. Pappas, C. Rychly, Y. Shimane, A. Stafilopatis, Y.T. Triphyllis and M. Wade be re-elected Directors of the Association."

6. On the proposal of Mr. André and seconded by Mr. Beyer 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."

7. There being no other business the meeting ended at 09.35 am.

MINUTES OF
THE EXTRAORDINARY GENERAL MEETING
OF THE MEMBERS OF THE ASSOCIATION
HELD AT
90 FENCHURCH STREET
LONDON EC3M 4ST
ON
18TH JUNE, 2026

Mr. M. Nomikos 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 the resolution set out in the Agenda.

2. It was unanimously resolved:

> "That, with effect from 12 noon Greenwich Mean Time on 20th August, 2026, the draft Articles of Association of the Association as contained in the printed document marked "Appendix A" submitted to this meeting and for the purposes of identification signed by the Chairman be adopted as the Articles of Association of the Association in substitution for, and to the exclusion of, the Association's existing Articles of Association."

3. There being no other business the meeting ended at 09:32 am

Appendix A

"Rule 10 Membership

...

Membership of ~~UK (IOM)~~ UKDCIL

(3) It is a condition of acceptance of any application for membership of the **Association** and the continuation of that membership that the **Member** will also become and remain a **Member** of **UKDCIL** ~~**UK (IOM)**~~ (or its successor or assigns) subject always to the provisions of the memorandum and articles of association and rules of **UKDCIL** ~~**UK (IOM)**~~ (or constitutional documentation of any successor or assign) from time to time in force.

(4) The provisions of Rule 10(3) shall apply if, but only if and for so long as the risks covered by the **Association** are reinsured in whole or in part with **UKDCIL** ~~**UK (IOM)**~~ (or its successor or assigns) by the **Association**."

"Section 9

...

Member of UK

A member (as defined in and subject to the memorandum and articles of association and rules thereof) of **UKDCIL** ~~**UK (IOM)**~~**.**

UKDCIL ~~**UK (IOM)**~~

~~The United Kingdom Defence Insurance Association (Isle of Man) Limited~~ UK Defence Club Insurance Ltd, a company incorporated in ~~the Isle of Man~~ Cyprus with liability limited by guarantee, without a share capital, with which the **Association** may reinsure risks."

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 2026 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 5l**	___	___
Resolution in item 5a	___	___	**Resolution in item 5m**	___	___
Resolution in item 5b	___	___	**Resolution in item 5n**	___	___
Resolution in item 5c	___	___	**Resolution in item 5o**	___	___
Resolution in item 5d	___	___	**Resolution in item 5p**	___	___
Resolution in item 5e	___	___	**Resolution in item 5q**	___	___
Resolution in item 5f	___	___	**Resolution in item 5r**	___	___
Resolution in item 5g	___	___	**Resolution in item 5s**	___	___
Resolution in item 5h	___	___	**Resolution in item 5t**	___	___
Resolution in item 5i	___	___	**Resolution in item 6**	___	___
Resolution in item 5j	___	___	**Resolution in item 7**	___	___
Resolution in item 5k	___	___			

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................................., 2026

Name of Signatory ....

Signature ....

Designation of Signatory ....

Signature of Witness ....