

**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
FAX: 01624 645202

TO: THE MEMBERS

4th November, 2022

Dear Sirs,

EXTRAORDINARY GENERAL MEETING - NOTICE

1. Notice of an Extraordinary General Meeting on 1st December, 2022

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of the Members will be held in Douglas, Isle of Man on the 1st day of December, 2022 at 9.30am for the purpose of considering amendments to the Articles of Association and Rules as set out in the attached Agenda.

2. 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,

THOMAS MILLER (ISLE OF MAN) LTD

Managers

EXTRAORDINARY 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

1ST DECEMBER, 2022

AT 9.30 A.M.

EXTRAORDINARY GENERAL MEETING

1ST DECEMBER, 2022

AGENDA

1. To read the Notice of Meeting.

2. Amendments to the Articles of Association

Special Resolution 1 to propose:

“That, with effect from 12 noon Greenwich Mean Time on 20th February, 2023, the amendments to the 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 and are hereby adopted.”

3. Amendments to the Rules

Special Resolution 2 to propose:

“That, with effect from 12 noon Greenwich Mean Time on 20th February, 2023, the amendments to the Rules as contained in the printed document marked “Appendix B” submitted to this meeting and for the purposes of identification signed by the Chairman be and are hereby adopted.”

4. Any Other Business

Appendix A

Article 1.1

Primary Insurance means insurance or reinsurance afforded by The UK Defence Club or The UK Defence Club Europe.

The UK Defence Club Europe means The United Kingdom Freight Demurrage and Defence Insurance (Europe) Ltd, a company incorporated in Cyprus with registration number HE399596.

Article 3.1

Any person for whom The UK Defence Club or The UK Defence Club Europe has or will have afforded Primary Insurance shall become a Member in accordance with these Articles and be bound by these Articles if and with effect from the date respectively on which such Primary Insurance afforded by The UK Defence Club or The UK Defence Club Europe to such Member shall be reinsured by The UK Defence Club with the company.

Article 57

In the event of the winding up of the Company, after its debts and liabilities have been satisfied and all costs, charges and expenses of winding up have been satisfied, the remaining assets of the Company ("the Remaining Assets") shall be distributed in cash or in specie in such and equitable manner amongst the Members and in the same proportion as the Members (~~in their capacity as members of The UK Defence Club~~) contributed to The UK Defence Club and The UK Defence Club Europe during the period of six years immediately preceding the commencement of the winding-up, and the certificate of the liquidator as to the amounts of the contributions so paid shall be conclusive.

Appendix B

2. Interpretation

2.1

“Primary Insurance” means insurance or reinsurance afforded by UK or UKE.

“UKE” means The United Kingdom Freight Demurrage and Defence Insurance (Europe) Ltd, a company incorporated in Cyprus with registration number HE399596.

3. Membership

3.1

Any person to whom UK or UKE shall afford or shall have afforded Primary Insurance shall become a Member if and with effect from the time and the date on which such Primary Insurance afforded to such Member shall be reinsured by UK with the Association and any such Member shall be liable for Special Calls in accordance with Rule 4.

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

EXTRAORDINARY GENERAL MEETING

Our Ref: BLANK

The Secretary
The United Kingdom Defence Insurance Association (Isle of Man) Limited
Level 2, Samuel Harris House
5-11 St. Georges Street
Douglas, Isle of Man, IM1 1AJ

FORM OF PROXY

Total Number of votes

The undersigned, a Member of The United Kingdom Defence Insurance Association (Isle of Man) Limited,
hereby appoints:

or the chairman of the Extraordinary General Meeting

to be the undersigned's proxy in the order named to vote on behalf of the undersigned at the Extraordinary General Meeting
of the Members of the said Company to be held on the 1st December 2022 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)
Special Resolution Item 2	—	—	Special Resolution Item 3	—	—

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....., 2022

Name of Signatory

Signature.....

Designation of Signatory