

CIRCULAR REF: 2018/014

**CIRCULATED TO ALL MEMBERS, BROKERS AND DIRECTORS
ATTENTION INSURANCE DEPARTMENT**

**23 APRIL 2018
CWN**

GENERAL MEETING, 18 MAY 2018

Enclosed is formal notice of a General Meeting of the Members of the Association to be held at Diviani Apollon Palace & Thalasso, Agiou Nikolaou 10, Vouliagmeni 166 71, Athens on Friday 18 May 2018 at 10:00 hours.

Proposed Changes to the Articles of Association

Item 1 of the Notice of the Meeting proposes a special resolution approving various amendments to North's Articles of Association. A number of changes are proposed following the recent announcement regarding the appointment of Paul Jennings as Chief Executive Officer. Amendments are also proposed to allow for the appointment of more than one Vice-chairman to assist with succession planning for the current Chairman.

Full details of the proposed Article changes are set out in Appendix A of the Notice of the Meeting.

Extension of the Chairman's Term

Item 2 of the Notice of the Meeting proposes an ordinary resolution for the extension of Mr Pratap Shirke's term as Chairman of the Association for up to three further terms of 12 months.

Changes to the Directors' Terms of Reference

Item 3 of the Notice of the Meeting proposes an ordinary resolution to amend the Directors' Terms of Reference to reflect the appointment of Paul Jennings as Chief Executive Officer and various miscellaneous changes made to the Group's governance structure since the document was last updated.

Full details of the proposed changes are set out in the Appendix B of the Notice of the Meeting.

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The North of England Protecting and Indemnity Association Limited. Registered in England No. 505456. Registered office address above.

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Documents Enclosed

For ease of reference the following documents are enclosed:

1. Notice of the Meeting;
2. Form of Proxy;
3. Form of Authorisation for a Corporate Representative.

CHRIS OWEN
GROUP GENERAL COUNSEL & COMPANY SECRETARY
The North of England P&I Association Limited