



STEAMSHIP MUTUAL

February 2019

Dear Member

Notice is hereby given that a General Meeting of the Members of the Association will be held at the Registered office of the Association, Clarendon House, 2 Church Street, Hamilton HM-11, Bermuda on 19 February 2019 at 11.00 hours for the purpose of considering and, if thought fit, passing the following resolution:

Ordinary Resolution

THAT with effect from 20 February 2019 the the total of Directors' fees payable in any financial year shall not exceed US\$600,000,

AND

THAT the fees shall be divided amongst the Directors as they shall resolve.

By Order of the Board

K.L. McCullough

Secretary

07 February 2019

N.B. A Member who is entitled to attend and vote at the above Meeting is entitled to appoint a proxy to attend, speak and vote in his or her place. The instrument appointing a proxy may be in the form enclosed and must be deposited with the Secretary at Clarendon House, 2 Church Street Hamilton HM-11, Bermuda, not less than 48 hours before the time specified for the holding of the Meeting.

B.643

THE STEAMSHIP MUTUAL UNDERWRITING ASSOCIATION (BERMUDA) LIMITED

Registered Office: Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda

Authorised and Regulated by the Bermuda Monetary Authority

(Registered in Bermuda – Registration Number 3742)

MANAGERS: STEAMSHIP MUTUAL MANAGEMENT (BERMUDA) LIMITED

4th Floor, 22 Church Street, Hamilton HM11, PO Box HM601, Hamilton HM CX, Bermuda

Tel: +441 295 4502 Fax: +441 292 8787 Website: www.steamshipmutual.com

FORM OF PROXY

Before completing this form, please read the explanatory notes below

The undersigned, a Member of **STEAMSHIP MUTUAL UNDERWRITING ASSOCIATION (BERMUDA) LIMITED** (the "Company") hereby appoints Michael Frith* or Heather Jane Cooper* or Kim Lorraine McCullough* (*delete as appropriate) or failing him/her the Chairman of the meeting as my proxy to attend, speak and vote for me on my behalf at a General Meeting of Steamship Mutual Underwriting Association (Bermuda) Limited to be held at the Registered office of the Association, Clarendon House, 2 Church Street, Hamilton HM-11, Bermuda, at 11.00 hours on 19 February 2019 and at any adjournment thereof.

Signed

Date

Name (please print)

Company Name

Address

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Notes to the proxy form

1. As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You may appoint a proxy using the procedures set out in these notes.
2. To appoint a proxy using this form, the form must be: (i) completed and signed; (ii) sent or delivered to the Registered Office of the Company at Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda; and (iii) received by the Company no later than 48 hours before the commencement of the meeting.
3. As an alternative to completing a hard-copy proxy form, you can appoint a proxy electronically by sending it by e-mail to kathleen.kelly@simsl.com. For an electronic proxy appointment to be valid, your appointment must be received by the Company no later than 48 hours before the commencement of the meeting.
4. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
5. A proxy does not need to be a member of the Company but must attend the meeting to represent you.
6. You may direct your proxy how to vote on the resolutions proposed. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
7. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
8. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.