



**Marine Shipping Mutual Insurance Company Limited**

(Registered in England No. 1065393)

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

Notice is hereby given that an Extraordinary General Meeting of Marine Shipping Mutual Insurance Company Limited (the "Company") will be held at the Royal Automobile Club, 89 Pall Mall, London SW1Y 5HS on 6 April 2011 at 10:00 hours for the purpose of considering and, if thought fit, passing the following resolution as an ordinary resolution:

**ORDINARY RESOLUTION**

The offer made by the North of England Protecting and Indemnity Association Limited ("North") to the Company in respect of the sale of the Company (in run off) to North, as further detailed in Appendix 1 of the notice of the meeting at which this resolution has been proposed, (the "North Offer") be and is hereby approved subject to the Company and North entering in to a legally binding agreement in respect thereof upon such terms and conditions as the directors of the Company may approve.

By Order of the Board  
Alan Wilson  
Director/Secretary

Dated: 22 March 2011

Registered Office:  
The Quayside,  
Newcastle upon Tyne  
NE1 3DU

## NOTES TO THE NOTICE OF GENERAL MEETING

- 1 A Member is entitled to appoint a proxy to exercise the Member's rights to attend, speak and vote at the meeting. A proxy need not be a Member of the Company. On a show of hands, a proxy is only entitled to vote in that capacity if he is not a Member (a proxy that is also a Member will however still be entitled to exercise any voting rights he may have in his capacity as a Member on a show of hands). In the event of a poll being directed or demanded, a proxy is entitled to vote in that capacity (regardless of whether he is a Member or not).
- 2 A Form of Proxy is provided with this Notice for Members. If a Member wishes to appoint more than one proxy and so requires additional proxy forms, the Member should contact the Company on +44 (0)191 232 1346. To be valid, the Form of Proxy and any power of attorney or other authority under which it is signed (or a notarially certified copy of such authority) must be received by post or (during normal business hours only) by hand at the Company's registered office, Marine Shipping Mutual Insurance Company Limited, The Quayside, Newcastle upon Tyne, NE1 3DU not less than 24 hours before the time of the holding of the meeting or any adjournment thereof. Completion and return of the Form of Proxy will not preclude Members from attending and voting at the meeting should they wish to do so.
- 3 Any corporation which is a Member can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a Member provided that they do not exercise the same powers.
- 4 If Members have general queries about the meeting, they should contact Alan Wilson at [alan.wilson@nepia.com](mailto:alan.wilson@nepia.com) or by telephone on +44 (0)191 232 1346. No other methods of communication will be accepted. Members must not use any electronic address provided either in this notice of general meeting or any related documents (including the proxy form), to communicate with the Company for any purposes other than those expressly stated.