

会员通函

致全体会员

2022 年 5 月 3 日

会议通知

章程性文件

协会将于 2022 年 5 月 27 日（周五）召开年度大会，会上将正式通过公司与北英保赔协会 (North P&I) 拟议合并相关的组织章程修订。修订内容预计将于格林威治标准时间 2023 年 2 月 20 日中午生效，但须满足拟议合并框架协议中的条件。

在 2022 年 4 月 14 日的会议上，董事会审议了拟议变更并建议将其提交给会员，以获得批准。

要了解相关组织章程变更的详细信息，请参阅[会员简报文件第 \[45\] 页](#)的“章程性变更和公司会员权利”部分。要了解新的细则，请点击[此处](#)。要查看显示拟议变更的标记版本组织章程，请点击[此处](#)。

会议通知

本通函的附录 A 中包含年度大会的会议通知。

会议安排

会议将于 2022 年 5 月 27 日（周五）上午 11:35（欧洲中部时间）在伊甸园酒店 (Hotel Eden) 举行，地址为 Via Ludovisi 49, 00187 Rome, Italy。如果您希望亲自参加会议，请发送电子邮件至 membermeetings@standardclub.com。

委托书

如无法出席，请参阅随附的会议委托书。填写并交回委托书并不妨碍您亲自出席及投票（如果您愿意的话）。

请谨慎正确填写并签署委托书。此外，请注意附录 B 中的说明。请注意，为确保委托书有效，填写妥并签署的委托书需至少在开会前 48 小时通过电子邮件发送至协会秘书处邮箱 membermeetings@standardclub.com。

如果您想了解更多信息，请联系我或您的常用协会联系人。



顺颂商祺

Jeremy Grose

董事

标准保赔协会英国有限公司

电子邮件 : jeremy.grose@standardclub.com

APPENDIX A

NOTICE OF GENERAL MEETING

THE STANDARD CLUB UK LTD (the 'Company')

Registered no: 17864

Notice is hereby given that a general meeting (the 'meeting') of the Company will be held at Hotel Eden, Via Ludovisi 49, 00187 Rome, Italy on Friday 27 May 2022 at 11:35 am (CET time) for the purpose of considering and, if thought fit, passing the following resolution.

SPECIAL RESOLUTION

1. THAT, subject to and conditional upon the satisfaction or waiver of the conditions set out in the framework agreement between The North of England Protecting and Indemnity Association Limited, The North of England Mutual Insurance Association (Bermuda) Limited and The Standard Club Ltd dated 13 March 2022, with effect from noon Greenwich Mean Time on 20 February 2023 (or such other time and/or date as the parties to the framework agreement may agree in writing), the draft Articles of Association produced to the meeting and, for the purposes of identification, initialled by the Chairman, be adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the Company's existing Articles of Association.

Date: 14 April 2022
By order of the Board

Standard Club Management (UK) Limited
Secretary

Registered Office:
The Minster Building
21 Mincing Lane
London EC3R 7AG

FORM OF PROXY

THE STANDARD CLUB UK LTD ('the Company')

Registered no: 17864

GENERAL MEETING ('the meeting')
Friday 27 May 2022 at 11:35 am (CET time)

I (Block Capitals).....

on behalf of (INSERT FULL MEMBER NAME)

of (INSERT MEMBER ADDRESS), a member of the above-named Company, hereby appoint the Chairman of the meeting, or as my proxy to vote for me on my behalf at the general meeting of the Company, being held at Hotel Eden, Via Ludovisi 49, 00187 Rome, Italy on Friday 27 May 2022 at 11:35 am (CET time), and at any adjournment thereof.

Signature on behalf of member or Common Seal

In my capacity as Dated.....2022

Please indicate with an X in the spaces below how you wish your votes to be cast.

SPECIAL RESOLUTION	For	Against	Withheld
1. THAT, subject to and conditional upon the satisfaction or waiver of the conditions set out in the framework agreement between The North of England Protecting and Indemnity Association Limited, The North of England Mutual Insurance Association (Bermuda) Limited and The Standard Club Ltd dated 13 March 2022, with effect from noon Greenwich Mean Time on 20 February 2023 (or such other time and/or date as the parties to the framework agreement may agree in writing), the draft Articles of Association produced to the meeting and, for the purposes of identification, initialled by the Chairman, be adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the Company's existing Articles of Association.			

APPENDIX B

NOTES:

Your proxy

Every member of the Company entitled to attend, speak and vote at the above meeting is entitled to appoint one or more proxies to attend, speak and vote on their behalf at the meeting. The appointment of a proxy will not prevent a member from subsequently attending, speaking and voting at the meeting in person.

A member is entitled to appoint a proxy of their choice and that person need not be a member of the Company. If you wish your proxy to speak on your behalf at the meeting you will need to appoint your own choice of proxy (not the chairman) and give your instructions directly to them. If such an appointment is made, please delete the words 'the Chairman of the meeting' and insert the name of the person appointed proxy in the space provided.

Please include the full name of the member in the Form of Proxy.

A corporate member may appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a member provided that no more than one corporate representative exercises powers over the same vote.

The resolutions

You can show how you want your proxy to vote on each of the resolutions. Full details of the resolutions are set out in the accompanying Notice of General Meeting.

If this form is returned without any indication as to how the person appointed proxy shall vote, the proxy will exercise their discretion as to how they vote or whether they abstain from voting.

Your signature

You must sign and date the Form of Proxy. If it is signed by someone else on your behalf, the power of attorney or other authority under which it is signed (or a copy of the authority certified notarially) must be returned with the Form of Proxy.

In the case of a corporate member, the Form of Proxy must be executed under its common seal or signed by a duly authorised officer. If the signatory is a duly authorised officer a certified copy of the document providing such authority must be returned with the form. Please provide detail of the capacity in which you are signing the form.

Return of Form of Proxy

For the appointment of a proxy to be valid you must complete and sign the Form of Proxy, and ensure that the Form of Proxy together with, where applicable, any power of attorney or other authority under which it is executed (or a notarised copy of the same) is deposited with the Secretary of the Company by email at membermeetings@standardclub.com not less than 48 hours before the time fixed for holding the meeting or any adjournment thereof.

TO BE VALID THE FORM OF PROXY MUST BE RECEIVED BY THE SECRETARY OF THE COMPANY NOT LATER THAN 11:35 am (CET TIME) ON WEDNESDAY 25 MAY 2022