



Usborne & Hibbert Mutual Fire Insurance Company

Notice of Annual and Special General Meeting

The 147th Annual and a Special General Meeting of the Usborne & Hibbert Mutual Fire Insurance Company will be held at the **Mitchell Golf Club at 7 p.m. on Monday, March 20, 2023** for the presentation of the Annual Report, to elect Directors, to appoint auditors, to transact any business that may rightly come before the meeting and to consider and if thought fit, to adopt, with such amendments as may be made at the meeting, amendments to the General By-laws of the Corporation that were passed by the Board of Directors at their meeting on September 20, 2022, as summarized herein. A full copy of the General By-laws as amended is available for review by all members at the Company office during regular business hours, or will be provided upon request.

Nominations will be received for the election of two Directors for a three year term. The Directors whose three year term of office expires are Michael O'Shea and Tom Feeney. Tom Feeney has indicated his intention to stand for re-election. Michael O'Shea is retiring from the Board after serving for 30 years as a Director.

Pursuant to the General By-laws of the Corporation anyone wishing to seek election must file notice of their intention in writing with the Secretary of the Corporation at least 30 days before the annual meeting.

The 2022 Financial Statements for Usborne & Hibbert Mutual will be posted to the company's website. Copies will be available at the company office, 507 Main Street South, Exeter, Ontario, or may be obtained by sending a written notice to the company office at least 14 days before the meeting.

By Order of the
Board of Directors

Shelagh Cleary
Corporate Secretary

Summary of By-law Amendments (numeric references are to the section numbers of the By-law):

- 22(b) Requirement that a person be a member for 3 years to be eligible to be a director deleted.
- 22(c) Nomination Committee may interview candidates seeking election as directors
- 22(e) Persons who have attained age 75 or served 5 terms as a director are no longer eligible to be elected as a director unless then a member of the OMIA, CAMIC or Farm Mutual Re Board.
- 22(f) Term limits in section 22(e) don't apply to current board members.
- 56 Provisions relating to refunds clarified.