



## NOTICE OF ANNUAL AND SPECIAL GENERAL MEETING

**TAKE NOTICE** that the Annual and Special General Meeting of the Members of **The Commonwell Mutual Insurance Group** will be held on the 30th day of March 2021 at the hour of 10:00 a.m. for the purposes of:

1. To receive and approve the Annual Financial Statements and Auditors' Report for the year ended December 31<sup>st</sup>, 2020.
2. To appoint auditors for 2021.
3. To consider and if thought fit, to adopt such amendments as may be made at the meeting, the following amendments to By-Law No. 1 - 2020 passed by the Board of Directors on October 20, 2020 and December 3, 2020 which amends By-Law No. 1 - 2014 of the Corporation, as follows:

Article 9, Section 9.02 (b)

Wording amendment:

Striking the words – *“the latter of”*

Article 9, Section 9.02 (c) (ix)

Add new subsection:

(ix) *A relative (as defined in subsection (viii) of a current Director.*

Article 10, Section 10.01 (a)

Wording amendment:

*“to not less than three Members”*

Article 10, Section 10.06

Wording amendment:

*“shall” to “may”*

Add new sentence:

*If there is to be a separate election to fill the remaining portion of a vacancy on the Board, when filing notice of his or her intention to seek election as a director under section 10.01(b) or 10.01(e), such notice shall specify if he or she is seeking election for a three-year term.*

Article 13, Section 13.03, (b)

Wording amendment:

*“Shareholders” to “Members”*

Article 15, Section 15.01

Wording amendment:

*“The Board may establish an Executive Committee. If so established, the...”*

4. To elect three Directors for a three (3) year term. Directors whose terms expire are John Hope, Brian Leach and Anne-Marie Thomas each of whom are eligible for re-election and have been recommended for re-election by the Corporate Governance Committee of the Board.
5. To transact any other business which may rightly come before this meeting.

The Annual and Special General Meeting will be held electronically, allowing all members who wish to attend the meeting and vote, to do so by establishing a communications link to the meeting. To participate in the meeting electronically, you must pre-register before March 25, 2021 by registering via e-mail to [agm@thecommonwell.ca](mailto:agm@thecommonwell.ca) or by telephone at (705) 324-2146 ext. 1004. Upon verification of membership, members will be provided with connection details as to how to join the meeting.

The Annual Statements will be available after March 4, 2021 and may be viewed on the website [www.thecommonwell.ca](http://www.thecommonwell.ca). A Member may obtain a copy of the Annual Statements by sending a written notice to the head office of The Commonwell Mutual Insurance Group at 336 Angeline Street South, Lindsay, Ontario at least 14 days prior to the Annual and Special General Meeting.

## **ON BEHALF OF THE BOARD OF DIRECTORS**

Tim Shauf, B.A., CIP  
President and Chief Executive Officer

**thecommonwell.ca**

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