



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 24th day of March 2022 at the hour of 9:00 a.m. for the purposes of:

1. To receive and approve the Annual Financial Statements and Auditors' Report for the year ended December 31st, 2021.
2. To appoint auditors for 2022.
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 - 2021 passed by the Board of Directors on August 12, 2021 which amends By-Law No. 1 - 2014 of the Corporation, as follows:

Article 9, Section 9.02

Prior wording:

(b) No person shall be eligible for election after attaining the age of 70 years or having served as a Director for 5 consecutive 3 year terms.

Board approved new wording:

(b) No person shall be eligible for election or appointment as a Director after attaining the age of 70 years. Upon a Director attaining the age of 70 years, they shall be deemed to have resigned as a Director at the commencement of the next Annual General Meeting, unless they submit their written resignation prior to the next Annual General Meeting.

Board approved addition:

(c) No person shall be eligible to be re-elected as a Director after having served twelve years as a Director.

4. To elect three (3) Directors for a three (3) year term. Directors whose terms expire are Gord Lodwick, Gord Huckabone and Kevin McBride 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 elect one (1) Director to fulfill the unexpired term of Anne-Marie Thomas following Anne-Marie Thomas' resignation from the Board on March 24, 2022. Upon the recommendation of the Nominating Committee, Lynn Belo is eligible to stand for election to the Board of Directors at this Annual and Special General Meeting to fulfill Anne-Marie Thomas' remaining two (2) year term and was approved on November 23, 2021 by the Board of Directors.
6. 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 virtually 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 18, 2022 by registering via e-mail to 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 1, 2022 and may be viewed on the website 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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