



## 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 30<sup>th</sup> day of March 2023 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 31, 2022.
2. To appoint auditors for 2023.
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 - 2022 passed by the Board of Directors on June 29, 2022, which amends By-Law No. 1 - 2022 of the Corporation, as follows:

Article 9, Section 9.01

***Prior wording:***

Commencing with the 2019 Annual and Special General Meeting of the Corporation, the business of the Corporation shall be conducted by nine (9) Directors. For so long as there shall be nine (9) Directors, no less than **two (2)** Directors shall own or lease real property insured by the Corporation at the time of their election or re-election in each of the following geographical areas:

- (a) east of Highway 416;
- (b) west of Highway 416 and east of Highway 62;
- (c) west of Highway 62;

***Amendment approved by the Board of Directors – June 29, 2022***

Commencing with the 2023 Annual and Special General Meeting of the Corporation, the business of the Corporation shall be conducted by nine (9) Directors. For so long as there shall be nine (9) Directors, no less than **one (1) Director** shall own or lease real property insured by the Corporation at the time of their election or re-election in each of the following geographical areas:

- (a) east of Highway 416;
- (b) west of Highway 416 and east of Highway 62;
- (c) west of Highway 62;

4. To elect three (3) Directors for a three (3) year term.

Director Rick Carter will retire from the Board of Directors on March 30, 2023. Upon the recommendation of the Nominating Committee, Nicole Brouillard is eligible to stand for election to the Board of Directors and was approved on June 29, 2022, by the Board of Directors to stand for election at the Annual and Special General Meeting on March 30, 2023.

Directors Cheryl Craven and Gerard McDonald, whose terms expire are both eligible for re-election and have been recommended by the Corporate Governance Committee for re-election at the Annual and Special General Meeting on March 30, 2023.

5. To elect one (1) Director to fulfill the unexpired term of Brian Leach following Brian Leach's retirement from the Board of Directors on March 30, 2023. Upon the recommendation of the Nominating Committee, Jeffrey Wickware is eligible to stand for election to the Board of Directors to fulfill Brian Leach's remaining one (1) year term and was approved on June 29, 2022, by the Board of Directors to stand for election at the Annual and Special General Meeting on March 30, 2023.
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 20, 2023 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 to join the meeting.

The Annual Statements will be available after March 1, 2023 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**

#### **Lindsay and Corporate Office**

336 Angeline Street South  
Lindsay, ON K9V 0J8  
Tel: 705-324-2146  
Fax: 705-324-3406  
Toll-Free: 855-436-5883  
800-461-0310

#### **Perth Office**

96 South Street/Scotch Line Road  
Perth, ON K7H 0A2  
Tel: 613-267-5554  
Fax: 613-267-6793  
Toll-Free: 855-436-5883  
800-267-7908