

**TO: THE MEMBERS**

**7th August, 2024**

Dear Sirs,

**ANNUAL GENERAL MEETING**

**1. Notice of Annual General Meeting on 19th September, 2024**

The Notice of the One Hundred and Thirty-sixth Annual General Meeting of the Association is enclosed.

**2. Agenda for Annual General Meeting**

The Agenda and all supporting documents for the meeting are enclosed.

**3. Proxy Form**

A proxy form is enclosed. Please note the completed form must reach the Secretary of the Association via post or via email

[TMDefence@thomasmiller.com](mailto:TMDefence@thomasmiller.com) no later than 48 hours before the meeting.

**4. Report & Accounts**

The Report & Accounts for the period to 20th February, 2024 are available under the 'Member Resources' section at [www.ukdefence.com](http://www.ukdefence.com).

Yours faithfully,

**THOMAS MILLER DEFENCE LTD**

Managers

**TO: THE MEMBERS**

**7th August, 2024**

Dear Sirs,

**NOTICE OF MEETING**

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Members will be held at the Association's registered office at 90 Fenchurch Street, London, EC3M 4ST on the 19th September, 2024 at 9.30am for the following purposes:

- to receive and adopt the Directors' Report and Financial Statements for the year ended 20th February, 2024;
- to re-elect Directors;
- to re-appoint the Auditors and authorise the Directors to fix their remuneration; and
- to transact any other business.

By Order of the Board  
K.P. Halpenny  
**Secretary**

7th August, 2024

**ONE HUNDRED AND THIRTY-SIXTH  
ANNUAL GENERAL MEETING**

**TO BE HELD AT**

**90 FENCHURCH STREET  
LONDON EC3M 4ST**

**ON**

**THURSDAY, 19TH SEPTEMBER, 2024**

**AT 09.30 A.M.**

## A G E N D A

19th September, 2024

**1. To read the Notice of Meeting**

**2. Minutes**

To confirm the Minutes of the Annual General Meeting held on 21st September, 2023.

**3. To note the Auditor's Report**

The Report and Accounts for the period to 20th February, 2024 can be downloaded from the Association's website at [www.ukdefence.com](http://www.ukdefence.com).

**4. Report and Accounts**

Ordinary Resolution to propose:

“That the Report and Accounts as audited and certified for the period ended 20th February, 2024 be and are hereby adopted.”

**5. Election of Directors**

In accordance with the Articles of Association, all the Directors retire from office and, being eligible, offer themselves for re-election.

Ordinary Resolutions to propose:

- “
- (a) Mr I. Al-Nadhairi be re-elected a Director of the Association.
  - (b) Mr E. André be re-elected a Director of the Association.
  - (c) Mr R.C. Beyer be re-elected a Director of the Association.
  - (d) Mr I.C. Caroussis be re-elected a Director of the Association.
  - (e) Mr D.J. Evans be re-elected a Director of the Association.
  - (f) Mr B.C. Goulandris be re-elected a Director of the Association.
  - (g) Mr. G. Goumas be re-elected a Director of the Association.
  - (h) Mr T. Huxley be re-elected a Director of the Association.
  - (i) Mr C.R. Kendall be re-elected a Director of the Association.
  - (j) Ms S. Laskaridis be re-elected a Director of the Association.
  - (k) Mr. F.P.N Lemos be re-elected a Director of the Association
  - (l) Mr M.F. Lykiardopulo be re-elected a Director of the Association.
  - (m) Mr B. MacLehose be re-elected a Director of the Association.
  - (n) Mr C. Monteiro be re-elected a Director of the Association.
  - (o) Mr M. Nomikos be re-elected a Director of the Association.
  - (p) Mr P. Pappas be re-elected a Director of the Association.
  - (q) Mr C. Rychly be re-elected a Director of the Association.
  - (r) Mr A. Stafilopatis be re-elected a Director of the Association.
  - (s) Mr Y.T. Triphyllis be re-elected a Director of the Association.
  - (t) Mr M. Wade be re-elected a Director of the Association.”

**6. Appointment and Remuneration of the Auditors**

The Association's Auditor retires at each AGM and, being eligible, offer themselves for re-election.

Ordinary Resolution to propose:

“BDO LLP be appointed Auditor and that their remuneration shall be such sum as shall be agreed by the Directors.”

**7. Any Other Business**

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**MINUTES OF  
THE ONE HUNDRED AND THIRTY-FIFTH  
ANNUAL GENERAL MEETING  
OF MEMBERS OF THE ASSOCIATION  
HELD AT  
90 FENCHURCH STREET  
LONDON EC3M 4ST  
ON  
21ST SEPTEMBER, 2023 at 09:30hrs**

Mr. Nomikos was in the chair and a quorum was present.

1. The Notice of the Meeting was taken as read.

The Managers reported that having reviewed the Proxy Forms there was overall support for each of the resolutions set out in the Agenda.

2. The Minutes of the One Hundred and Thirty-fourth Annual General Meeting held on 21st September, 2023 were confirmed as a correct record and signed by the Chair.
3. The Auditor's Report was noted.
4. After consideration of the Income and Expenditure Account and the Balance Sheet, it was proposed by Mr. Kendall, seconded by Mr. Triphyllis and unanimously resolved:

"That the Report and Accounts as audited and certified for the year ended 20th February, 2023 be and are hereby adopted."

5. On the proposal of Mr. Pateras and seconded by Mr. Rychly, it was unanimously resolved:

"That the Directors retiring in accordance with the terms of the Articles of Association and offering themselves for re-election, be re-elected by a single Resolution."

"That Ms S. Laskaridis and Messrs I. Al-Nadhairi, E. André, I. Caroussis, D.J. Evans, B.C. Goulondris, G. Goumas, T. Huxley, C.R. Kendall, M.F. Lykiardopulo, B. MacLehose, C. Monteiro, M. Nomikos, P. Pappas, M.G. Pateras, C. Rychly, A. Stafilopatis, Y.T. Triphyllis and M. Wade be re-elected Directors of the Association."

6. On the proposal of Mr. Kendall and seconded by Mr. Wade it was unanimously resolved:

"That Messrs BDO LLP be appointed Auditor and that their remuneration shall be such sum as shall be agreed by the Directors."

7. There being no other business the meeting ended at 09.35 am.
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**ANNUAL GENERAL MEETING**

Our Ref: BLANK

Mr K.P. Halpenny  
 The Secretary  
 The United Kingdom Freight Demurrage and Defence Association Limited  
 90 Fenchurch Street  
 London EC3M 4ST

**FORM OF PROXY**

**Total Number of votes**

The undersigned, a Member of The United Kingdom Freight Demurrage and Defence Association Limited, hereby appoints:

or the chairman of the Annual General Meeting

to be the undersigned's proxy in the order named to vote on behalf of the undersigned at the Annual General Meeting of the Members of the said Company to be held on the 19th September 2024 and at any adjournment thereof.

Please indicate in the spaces below how you wish your vote(s) to be cast in the event that the resolutions set out in the attached Agenda are duly proposed and seconded.

	For (total)	Against (total)		For (total)	Against (total)
Resolution in item 4	—	—	Resolution in item 5m	—	—
Resolution in item 5a	—	—	Resolution in item 5n	—	—
Resolution in item 5b	—	—	Resolution in item 5o	—	—
Resolution in item 5c	—	—	Resolution in item 5p	—	—
Resolution in item 5d	—	—	Resolution in item 5q	—	—
Resolution in item 5e	—	—	Resolution in item 5r	—	—
Resolution in item 5f	—	—	Resolution in item 5s	—	—
Resolution in item 5g	—	—	Resolution in item 5t	—	—
Resolution in item 5h	—	—	Resolution in item 6	—	—
Resolution in item 5i	—	—			
Resolution in item 5j	—	—			
Resolution in item 5k	—	—			
Resolution in item 5l	—	—			

Unless otherwise instructed, the proxy will vote as he thinks fit.

Name of Member Company:

AS WITNESS the hand of the undersigned this day.....of....., 2024

Name of Signatory .....

Signature .....

Designation of Signatory .....

Signature of Witness .....