

Holder Reference Number

**Form of Instruction - Annual General Meeting to be held on 11 May 2022**



**To view the Annual Report and Notice of Meeting online visit:**

**<https://conduitreinsurance.com/>**

**To be effective, all forms of instruction must be lodged at the office of the Depositary at:  
 Computershare Investor Services PLC, The Pavilions, Bridgwater Rd, Bristol BS99 6ZY by 6 May 2022 at 2.00 p.m. (BST).**

**Explanatory Notes:**

1. Please indicate, by placing "X" in the appropriate space overleaf, how you wish your votes to be cast in respect of each of the Resolutions. If this form is duly signed and returned, but without specific direction as to how you wish your votes to be cast, the form will be rejected.
2. The 'Vote Withheld' option overleaf is provided to enable you to abstain on any particular Resolution. However, it should be noted that a 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a Resolution.
3. To give an instruction via the CREST system, CREST messages must be received by the issuer's agent (ID number 3RA50) no later than 2.00 p.m. on 6 May 2022. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp generated by the CREST system) from which the issuer's agent is able to retrieve the message. The Company may treat as invalid an appointment sent by CREST in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.
4. Any alterations made in this form should be initialled.
5. Should you require a copy of the Annual Report, please contact the Registrar in writing, by email !UKALLDITeam2 @computershare.co.uk or alternatively ring 0370 702 4040 before 29 April 2022.
6. The completion and return of this form will not preclude a holder from attending the meeting and voting in person. Should the holder, or a representative of that holder wish to attend the meeting and/or vote at the meeting, they must notify the Depositary in writing or email !UKALLDITeam2@computershare.co.uk to request a Letter of Representation issued by the custodian.
7. Entitlement to attend and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the Depositary Interest Register at 6.00 p.m. BST on 6 May 2022 (or, if the meeting is adjourned, at the time being 72 hours before the time of any adjourned meeting (without taking into account any part of a day which is not a Business Day)). Changes to entries on the Depositary Interest Register after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.

**Kindly Note:** This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; or (ii) uniquely designated accounts. Computershare Investor Services PLC (the "Depositary") and the Custodian accept no liability for any instruction that does not comply with these conditions.

**All Named Holders**

# Form of Instruction



Please use a **black** pen. Mark with an **X** inside the box as shown in this example.



I/We hereby instruct the Custodian "Computershare Company Nominees Limited" to vote on my/our behalf at the Annual General Meeting of the Company to be held at **Ideation House, 94 Pitts Bay Road, Pembroke, HM08, Bermuda**, on 11 May 2022 at **10.00 a.m. (Atlantic Time)** and at any adjournment thereof.

Ordinary Resolutions	For	Against	Vote Withheld		For	Against	Vote Withheld	
1. To receive the Company's audited consolidated financial statements for the financial period ended 31 December 2021 and the reports of the Directors and the Auditors thereon (the "Annual Report and Accounts").	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		10. To re-elect Elizabeth Murphy as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To approve the Directors' Remuneration Policy as set out in the second part of the Directors' Remuneration Report for the year ended 31 December 2021.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		11. To re-elect Dr Richard L. Sandor as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To approve the Annual Report on Remuneration as set out in the third part of the Directors' Remuneration Report for the year ended 31 December 2021.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		12. To re-elect Ken Randall as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To approve the reduction of the Company's share premium account from US\$ 1,054,983,424.67 to nil and that such amount thereafter be credited to the Company's contributed surplus account to be effective as of the date of the shareholder approval.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		13. To elect Michelle Seymour Smith as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Neil Eckert as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		14. To re-appoint KPMG Audit Limited as auditors of the Company to hold office until the conclusion of the next general meeting of the Company at which accounts are laid.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-elect Trevor Carvey as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		15. To authorise the Directors to determine the remuneration of the auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-elect Elaine Whelan as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		16. Directors' Authority to Allot Shares, as detailed in the Notice of Meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-elect Sir Brian Williamson as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<b>Special Resolutions</b>			
9. To re-elect Malcolm Furbert as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		17. Disapplication of Pre-emption Rights (General) as detailed in the Notice of Meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
					18. To authorise the Purchase of own Common Shares as detailed in the Notice.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signature

Date

DD / MM / YY

In the case of joint holders, only one holder need sign. In the case of a corporation, the Form of Instruction should be signed by a duly authorised official whose capacity should be stated, or by an attorney.

