

Notice of Manx Financial Group PLC Annual General Meeting

Notice is hereby given that the Annual General Meeting of Manx Financial Group PLC (the “Company”) will be held on 2nd June 2021, at The Claremont Hotel, 18-22 Loch Promenade, Douglas, Isle of Man, IM1 2LX at 11.00 a.m. for the following purposes:

Ordinary Business

To consider, and if thought fit, to pass the following resolutions which will be proposed as Ordinary resolutions:

Resolution 1

To receive and adopt the Report of the Directors and the Financial Statements for the year ended 31st December 2020, together with the Report of the Independent Auditors on such statements.

Resolution 2

To re-appoint KPMG Audit LLC as Auditors to hold office from the conclusion of the meeting to the conclusion of the next meeting at which the Financial Statements are laid before the Company at a remuneration to be determined by the Directors.

Resolution 3

To re-appoint Mr Denham Eke, a Director retiring by rotation in accordance with the Company’s Articles of Association.

Resolution 4

To re-appoint Dr Gregory Bailey, a Director retiring by rotation in accordance with the Company’s Articles of Association.

Resolution 5

To approve the directors’ recommendation that the payment of a dividend on the ordinary shares of 0.0149 pence per ordinary share be made for the financial year ended 31st December 2020 on 8th July 2021 to shareholders on the register at the close of business on 11th June 2021.

Special Business

To consider and, if thought fit, to pass the following resolutions which will be proposed as Special resolutions:

Resolution 6

That the Directors be and are hereby authorised to offer to ordinary shareholders the right (subject to the terms of the Company’s Scrip Payment Scheme) to elect to receive ordinary shares instead of cash in respect of the whole or some part of all and any dividend declared for such period expiring at the end of the third Annual General Meeting of the Company after the date on which the resolution this passed.

Resolution 7

That shares may be purchased or otherwise acquired by the Company for any consideration, provided that such purchase does not contravene section 60 of the Isle of Man Companies Act 2006 or the solvency test as set out in section 49 of the Isle of Man Companies Act 2006, as per Article 13 of the Memorandum and Articles of Association of the Company.

By order of the Board

Lesley Crossley

Company Secretary

5th May 2021

Registered Office:

Clarendon House

Victoria Street

Douglas

Isle of Man

IM1 2LN

Notes:

1. A member of the Company entitled to attend and vote at the above-mentioned meeting is entitled to appoint another person as his proxy to vote and attend in his stead. A proxy need not be a member of the Company.
2. To be effective, Forms of Proxy must be lodged at the Company's Registrar, Computershare Investor Services (Jersey) Limited, c/o The Pavilions, Bridgwater Road, Bristol, BS99 6ZY not later than 11.00 a.m. on 28th May 2021. Lodgement of a Form of Proxy will not prevent a member from attending and voting in person. A voting proxy is enclosed with the notice.
3. Members attending should have proof of identity or any person attending on behalf of a corporate entity should be in possession of a legal authority to operate as a proxy on behalf of that entity.