



MANX FINANCIAL
GROUP PLC

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 16 April 2015, at The Claremont Hotel, 18-22 Loch Promenade, Douglas, Isle of Man, IM1 2LX at 10.30 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 31 December 2014 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 Mr Juan Kelly, a Director retiring by rotation in accordance with the Company’s Articles of Association.

Resolution 5

To re-appoint Mr John Banks, a Director appointed since the Company’s last Annual General Meeting.

Special Business

To consider, and if thought fit, to pass the following resolution which will be proposed as a special resolution:

Resolution 5

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 ACII ACIS

Company Secretary
20 March 2015

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 10.30 a.m. on 14 April 2015. 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.