

CIS GENERAL INSURANCE LIMITED
(the 'Society')

NOTICE IS HEREBY GIVEN that the 2016 Annual General Meeting of CIS General Insurance Limited will be held in The Boardroom, 9th Floor, 1 Angel Square, Manchester on 14 June 2016 at 13:30 to transact the following business:

Ordinary Resolutions

To consider and, if thought fit, to pass the following Resolutions as Ordinary Resolutions thereon:

1. To receive the Annual Report and Accounts for the year ended 31 December 2015, together with the Auditors' Report;
2. To re-appoint Julie Hopes, who was appointed to the Board since the last Annual General Meeting, for a period of three years;
3. To re-appoint Diane Buckley, who was appointed to the Board since the last Annual General Meeting, for a period of three years;
4. To appoint Ernst & Young LLP as auditors of the Society, to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting at which accounts are laid before the Society.



By Order of the Board
Katy Arnold
Secretary
19 May 2016

Notes:

Re-appointment of Directors (Resolutions 2 and 3)

Julie Hopes and Diane Buckley have extensive general insurance knowledge and bring valuable skills and experience to the Board.

The Co-op Insurance Board considers that both Julie and Diane continue to make an effective and valuable contribution and demonstrate commitment to their roles. In addition, Julie and Diane both uphold Co-operative Values and Principles and understand the importance of the Co-operative Group's ownership model.

The Co-op Insurance Board is content that Julie and Diane are independent in character and there are no relationships or circumstances likely to affect their characters or judgement.

The Co-op Insurance Board therefore recommends the re-appointment of Julie Hopes and Diane Buckley as Independent Non-Executive Directors.

Julie Hopes

Over 20 years' experience in the field of insurance includes operational positions at Royal and Sun Alliance and as General Insurance Managing Director for Tesco Insurance where Julie was the business sponsor for new product development and delivering a new pricing strategy. Oversaw the regulatory authorisation of Tesco Underwriting and a transformation programme to migrate over one million customers from the Royal Bank of Scotland to new providers.

Diane Buckley

Previously Managing Director of General Insurance and Group Protection divisions at Legal & General where Diane transformed the business operating model to deliver market leading commercial performance and increased the scale and diversity of the customer offering. Diane was instrumental in development of a new approach to talent management.