

# ATTENDANCE CARD

## HISCOX LTD – ANNUAL GENERAL MEETING

To be held at the Elbow Beach Hotel, 60 South Shore Road, Paget PG 04, Bermuda at 12.30 pm (local time) and via video link at 1 Great St Helen's, London EC3A 6HX on Thursday, 16 May 2019 (4.30 pm BST).

If you wish to attend this meeting in your capacity as a holder of Ordinary Shares, please sign this card and on arrival hand it to the Company's registrars. This will facilitate entry to the meeting.

Signature of person attending

Name of person attending

Address of person attending

# FORM OF PROXY

## HISCOX LTD – ANNUAL GENERAL MEETING

PLEASE COMPLETE IN BLOCK CAPITALS

I/We  of

being a member of the Company hereby appoint the Chairman of the meeting or (see note 1)

as my/our proxy at the Annual General Meeting of the Company to be held at 12.30 pm (local time, 4.30 pm (BST) on Thursday, 16 May 2019 and at any adjournment thereof. I/we have indicated with an 'X' how I/we wish my/our votes to be cast on the following resolutions:

Please tick here if this proxy appointment is one of multiple appointments being made:

### RESOLUTIONS

Please mark 'X' to indicate how you wish to vote

	For	Against	Vote withheld
1. To approve the Annual Report and Accounts for the year ended 31 December 2018	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To approve the annual report on remuneration 2018	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To approve a final dividend of 28.6 cents per Ordinary Share	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-appoint Robert Childs as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-appoint Caroline Foulger as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-appoint Michael Goodwin as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-appoint Thomas Hürlimann as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-appoint Hamayou Akbar Hussain as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. To re-appoint Colin Keogh as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To re-appoint Anne MacDonald as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To re-appoint Bronislaw Masojada as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. To re-appoint Constantinos Miranthis as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. To re-appoint Lynn Pike as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. To re-appoint Richard Watson as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15. To re-appoint PricewaterhouseCoopers Ltd as auditors of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. To authorise the Audit Committee to set the auditors' remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
17. To authorise the Directors to allot shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
18. To dis-apply pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
19. To dis-apply pre-emption rights on an additional 5% of shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
20. To authorise the Company to purchase its own shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

To assist with arrangements, if you intend attending the meeting in person please place a 'X' in the relevant box:

Bermuda  London

Signature

Date

**A corporation must execute the Form of Proxy under either its common seal or the hand of a duly authorised officer or attorney.**

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## NOTES

1. If you wish to appoint a person other than the Chairman, please insert the name of chosen proxy holder in the space provided. If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account).
2. To appoint more than one proxy, additional proxy forms may be obtained by contacting the registrars helpline by telephone on 0333 207 5965\* (from within the UK) or +44 (0)121 415 0269 (from outside the UK) or you may photocopy this form. Please indicate in the box next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the reply-paid envelope provided.
3. Unless otherwise indicated on this Form of Proxy the proxy will vote as he/she thinks fit or, at his/her discretion, abstain from voting on any business of the meeting. On any other business which may properly come before the Annual General Meeting, the proxy will act at his/her discretion.
4. To be valid, the Form of Proxy (and the power of attorney or other authority (if any) under which it is signed) must arrive not later than 48 hours before the time of the meeting at Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA, United Kingdom. You may also deliver by hand to Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA, United Kingdom during usual business hours.
5. The 'Vote Withheld' option is to enable a shareholder to abstain on any particular resolution. Such a vote is not a vote in law and will not be counted in the votes 'For' or 'Against' a resolution.
6. 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 Register of Members of the Company at close of business on the day which is two days before the day of the meeting or adjourned meeting. Changes to entries on the Register of Members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.
7. In the case of joint holders the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders. For this purpose seniority is established by the order in which the names stand in the register in respect of the joint holding.
8. Any alterations to this Form of Proxy should be initialled.

\*Lines open 8.30 am-5.30 pm (BST) Mon-Fri, except for bank holidays in England and Wales.