



By-Law 2017-1

As amended by By-Law 2019-1, 2020-1, & 2022-1

Paragraph 3.05 Nomination

A By-Law relating generally to the transaction of
the business affairs of

MIDDLESEX MUTUAL INSURANCE CO.

3.05 **Nomination**

- (a) Any person wishing to seek election or re-election as a director must file with the President of the Corporation a written notice of intention to stand for election, attested to by two members of the Corporation, not later than thirty (30) days prior to the Annual General Meeting or Special General Meeting called for the purpose of electing directors.
- (b) The Board shall annually appoint a Nominating Committee consisting of no less than three directors whose term of office is not expiring at the following Annual Meeting, the mandate of which shall be as set out in the "Nominating Committee Policy" established by the Board of Directors, and as may be amended from time to time, and to consider all persons who have filed notice of their intention to seek election, including incumbent directors who have filed a notice, relative to the Nominating Committee Policy.
- (c) Any person who files notice of intention to seek election as a director, and any other Member, on request, shall be provided with a copy of the Nominating Committee Policy.