

Argo Group Ltd 33 Athol Street Douglas Isle of Man IM1 1LB

## FORM OF PROXY

## **ARGO GROUP LIMITED**

(the "Company")

## **Annual General Meeting 2012**

Amidai General Meeting 2012					
/We	e,[Name of Member] of			[Address]	
Chai Ann	g a member/members of the Company, hereby appoint the under-named or rman of the meeting, as my/our proxy to attend, speak and on a poll, vote in a ual General Meeting of the Company to be held at the offices of Appleby, 33 A om on Friday, 27 April 2012 and at any adjournment thereof.	my/our nan	ne(s) and on my/o	ur behalf at th	
Name of Proxy (if not Chairman of Meeting):			No. of shares proxies appointed over:		
i you	wish to appoint multiple proxies see Note 1.				
	Please tick here if you are appointing more than one proxy.	Number of sh	nares proxy appointe	d over.	
cor	We have indicated with a 'X' how I/we wish my/our votes to be cast on the following evening the Meeting (see note 1 below).				
Resolutions			Please TICK to indicate how you wish to vote  For Against Withheld		
1	T	For	Against	Withheld	
1	To receive and adopt the accounts for the year ended 31 December 2011 and the Directors' Report and Auditor's Report contained in the Annual Report and Accounts.				
2	To re-appoint KPMG Audit LLC in the Isle of Man as Auditors of the Company and to authorise the directors to determine their remuneration.				
3	To re-elect Michael Kloter as a director of the Company having been appointed in accordance with the Company's Articles of Association.				
4	To re-elect Kyriakos Rialas as a director of the Company having been appointed in accordance with the Company's Articles of Association.				
5	To re-elect Andreas Rialas as a director of the Company having been appointed in accordance with the Company's Articles of Association.				
6	To re-elect David Andrew Fisher as a director of the Company having been appointed in accordance with the Company's Articles of Association.				
7	To re-elect Kenneth Watterson as a director of the Company having been appointed in accordance with the Company's Articles of Association.				
	ess otherwise instructed, the proxy may vote as he thinks fit or abstain from vot	ing.			

This form of proxy should be received at Capita Registrars, PXS, 34 Beckenham Road, Beckenham, Kent, BR3 4TU no later than 48 hours before the meeting, i.e. by 3pm UK Time on Wednesday, 25 April 2012.

## **Notes**

- 1. Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder as his proxy to exercise all or any of his rights, to attend, speak and vote on their behalf at the meeting. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy holder in the space provided. If the proxy is being appointed in relation to less than your full voting entitlement, please enter the number of shares in relation to which they are 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 you may photocopy this form. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you). Please also indicate if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together within the same envelope.
- 3. Where there are joint shareholders, the vote (whether in person or by proxy) of the 'senior' shareholder is accepted to the exclusion of any other joint shareholder. 'Senior' means the holder whose name appears first in the register. Therefore, if several proxies are received for the same share, only that of the 'senior' shareholder will be accepted.
- 4. The completion and return of this form will not preclude a member from attending the meeting and voting in person. If you attend the meeting in person, your proxy appointment will automatically terminate.
- 5. The 'Vote Withheld' option overleaf is provided to enable you to abstain on any particular resolution. However, it should be noted that a 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and '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 6.00pm on the 29 March 2012. 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.