



## FORM OF PROXY

## **ARGO GROUP LIMITED**

(the "Company")

# **Annual General Meeting 2009**

I/We,	[Name of Member]					
of,		[Address]				
being a member/members of the Com	pany, hereby appoint the unde	er-named or, where no name is specified below, the				
Chairman of the meeting, as my/our proxy to attend, speak and on a poll, vote in my/our name(s) and on my/our behalf at						
Annual General Meeting of the Compan	y to be held at the offices of Di	ckinson Cruickshank, 33 Athol Street, Douglas, Isle of				
Man, IM1 1LB at 3pm on Friday, 29 Ma	y 2009 and at any adjournment	thereof.				
N						
Name of Proxy (if not Chairman of Meeting):		No. of shares proxies appointed over:				
If you wish to appoint multiple proxies see Note	2.					
Please tick if appointing more than one proxy:						

This form is to be used in respect of the resolutions mentioned below as follows:

Re	Resolution		Please TICK to indicate how you wish to Vote		
		For	Against	Withheld	
1	To receive and adopt the accounts for the period from 14 February 2008 to 31 December 2008 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.				

Unless otherwise instructed, the proxy may vote as he thinks fit or abstain from voting.

### **EXECUTION**

	Executed by
	Authorised Signatory
	Date:
•	or
	Individual Member
	Signature:
	Date:

This form of proxy should be received at Capita Registrars (Isle of Man) Limited, 3rd Floor, Exchange House, 54-62 Athol Street, Douglas, Isle of Man, IM1 1JD no later than 48 hours before the meeting, i.e. by 3pm UK Time on Wednesday, 27 May 2009.

### **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 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.