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Dividend/ Interest

**ATLANTIC INSURANCE COMPANY PUBLIC LTD**

ATL

**Announcement on dividend and meeting of the Board of Directors for  
Half-Yearly Results**

Please see attached.

Attachments:

1. **ATLANTIC - Notice AGM and EGM**
2. **ATLANTIC - Proxy Form**
3. **ATLANTIC - Announcement**

**Regulated**

Publication Date: 07/08/2020



## ATLANTIC INSURANCE COMPANY PUBLIC LIMITED

### NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given to the shareholders of Atlantic Insurance Company Public Ltd to attend the Annual General Meeting that will be held at Zenios Pырishis Training Centre at the Company's Headquarters at 15 Esperidon Street, 2001 Strovolos, on **Wednesday September 2, 2020 at 5.00 p.m.**

#### Agenda

1. Consideration and approval of the Annual Report of the Company for the year 2019 (including the Corporate Governance Report, the Management Report, the Consolidated Financial Statements of the Group and the separate Financial Statements of the Company for the year ended 31 December 2019).
2. Approval of the Board of Directors' proposal for the payment of dividend.
3. Election of members of the Board of Directors.
4. Approval of the remuneration of the members of the Board of Directors.
5. Appointment of the auditors and authorisation of the Board of Directors to fix their remuneration.
6. Any other matter that may properly be considered in an Annual General Meeting.

By order of the Board of Directors

A handwritten signature in black ink, appearing to read 'Andreas Pirishis', with a stylized flourish at the end.

Andreas Pirishis  
Secretary

Nicosia, 6 August 2020

# ATLANTIC INSURANCE COMPANY PUBLIC LIMITED

## NOTICE OF ANNUAL GENERAL MEETING

### Notes:

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#### 1. Available documents and information

The full and complete Annual Report of the Company for the year 2019 (including the Corporate Governance Report, the Management Report, the Consolidated Financial Statements of the Group and the separate Financial Statements of the Company for the year ended 31 December 2019) will not be sent to the shareholders but may be obtained from the registered office of the Company at Esperidon 15, Strovolos, Nicosia without any charge. Moreover, the Annual Report and the information referred to in subsection (4) of article 127A of the Companies Act 113 (the 'Law') will also be available on the Company's website, [www.atlantic.com.cy](http://www.atlantic.com.cy).

#### 2. Record Date

The record date for participation at the Annual General Meeting of September 2, 2020 is set to be Monday August 31, 2020 ("Record Date").

Only shareholders registered at the record date in the Central Depository / Registry of the Cyprus Stock Exchange may exercise the right to participate and vote at the General Meeting. Any change in the recording in the register after the record date will not be taken into account in determining the right of any person to attend and vote at the Meeting.

Evidence of the shareholder's status may be established with the presentation of the Identity Card or other certificate of recognition, based on which the Company can verify the identification with the Shareholders Registry.

#### 3. Notice of Annual General Meeting

The notice of the Annual General Meeting will not be sent to the shareholders but will be announced through the company's website and published in a daily newspaper in accordance with the relevant provisions of the Companies Act Chapter 113.

#### 4. Shareholders' rights

##### (a) Right of placement of proposed resolution

In accordance with Article 127B of the Companies Act Chapter 113, the Company's shareholders have the right to submit a proposed resolution as a subject of the Agenda of the Annual General Meeting, provided that they own at least 5% of the issued share capital which represents at least 5% of the total voting rights of all the shareholders who have the right to vote at the general meeting to which the application for the inclusion of the subject relates.

##### (b) Right of submission of questions

Subject to any measures the Company may take in order to safeguard the identity of the shareholder and in accordance with the provisions of article 128C(2) of the Companies Act Chapter 113, any shareholder has the right to submit questions relating to the subjects of the agenda of the general meeting and obtain answers by the Board of Directors. The Company may provide a general answer to questions with the same content.

##### (c) Right of voting

A shareholder who attends either in person or through a proxy and has the right of more than one vote does not need, if he does vote, to use all the votes or cast all the votes he will use in the same way.

#### 5. Right to Appoint Proxy

Any shareholder entitled to attend and vote at the above Annual General Meeting, is entitled to appoint a proxy to attend and vote on his behalf. The proxy need not be a shareholder of the Company. The Instrument of Proxy is available on the Company's website [www.atlantic.com.cy](http://www.atlantic.com.cy). The Instrument of Proxy must be completed and deposited at the Company's registered office at 15 Esperidon Street, 2011 Strovolos at least 48 hours before the time fixed for the Meeting, or in the case of adjournment, not later than 48 hours before the time fixed for the postponed Meeting.

#### 6. Board of Directors' proposal for the payment of dividend

As regards the second subject of the agenda, the Board of Directors of the Company at its Meeting dated August 6, 2020, has decided to recommend to the Annual General Meeting of the Shareholders the payment of a dividend of 6,50 cents per share.



## ATLANTIC INSURANCE COMPANY PUBLIC LIMITED

### NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given to the shareholders of Atlantic Insurance Company Public Ltd that an Extraordinary General Meeting will be held at Zenios Pirishis Training Centre at the Company's Headquarters at 15 Esperidon Street, 2001 Strovolos, on **Wednesday September 2 2020, at 5.30 p.m.**, immediately after the conclusion of the Annual General Meeting, to approve the following resolutions:

#### Special resolution 1

'That the Board of Directors be authorized and is hereby authorised to implement a buy- back programme , in accordance with the provisions of Article 57<sup>A</sup> of the Companies Act Chapter 113 (as amended). The minimum and maximum price for the purchase by the Company of its own shares cannot exceed five percent (5%) of the average market price of the shares of the Company during the last 5 trading days before the date of the buy-back. The Company may buy back up to the maximum number of shares which is permitted by the Law within the period of 12 months from the date of the resolution of the Extraordinary General Meeting. The shares may be acquired either in the market or through a private agreement'.

**Explanation:** The resolution above is proposed to renew the buy-back programme of the Company for the period from 2 September 2020 until 1 September 2021.

By order of the Board of Directors

A handwritten signature in black ink, appearing to read 'Andreas Pirishis', with a long horizontal stroke extending to the right.

Andreas Pirishis  
Secretary

Nicosia, 6 August 2020

# ATLANTIC INSURANCE COMPANY PUBLIC LIMITED

## NOTICE OF EXTRAORDINARY GENERAL MEETING

### Notes:

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#### 1. Record Date

The record date for participation at the Extraordinary General Meeting of September 2, 2020 is set to be Monday August 31, 2020 ("Record Date").

Only shareholders registered at the record date in the Central Depository / Registry of the Cyprus Stock Exchange may exercise the right to participate and vote at the General Meeting. Any change in the recording in the register after the record date will not be taken into account in determining the right of any person to attend and vote at the Meeting.

Evidence of the shareholder's status may be established with the presentation of the Identity Card or other certificate of recognition, based on which the Company can verify the identification with the Shareholders Registry.

#### 2. Notice of Annual General Meeting

The notice of the Annual General Meeting will not be sent to the shareholders but will be announced through the company's website and published in a daily newspaper in accordance with the relevant provisions of the Companies Act Chapter 113.

#### 3. Shareholders' rights

##### (a) Right of placement of proposed resolution

In accordance with Article 127B of the Companies Act Chapter 113, the Company's shareholders have the right to submit a proposed resolution as a subject of the Agenda of the Annual General Meeting, provided that they own at least 5% of the issued share capital which represents at least 5% of the total voting rights of all the members which have the right to vote at the general meeting to which the application for the inclusion of the subject relates.

##### (b) Right of submission of questions

Subject to any measures the Company may take in order to safeguard the identity of the shareholder and in accordance with the provisions of article 128C(2) of the Companies Act Chapter 113, any shareholder has the right to submit questions relating to the subjects of the agenda of the general meeting and obtain answers by the Board of Directors. The Company may provide a general answer to questions with the same content.

##### (c) Right of voting

A shareholder who attends either in person or through a proxy and has the right of more than one vote does not need, if he does vote, to use all the votes or cast all the votes he will use in the same way.

#### 4. Right to Appoint Proxy

Any shareholder entitled to attend and vote at the above Extraordinary General Meeting, is entitled to appoint a proxy to attend and vote on his behalf. The proxy need not be a shareholder of the Company. The Instrument of Proxy is available on the Company's website [www.atlantic.com.cy](http://www.atlantic.com.cy). The Instrument of Proxy must be completed and deposited at the Company's registered office at 15 Esperidon Street, 2011 Strovolos at least 48 hours before the time fixed for the Meeting, or in the case of adjournment, not later than 48 hours before the time fixed for the postponed Meeting.



# ATLANTIC INSURANCE COMPANY PUBLIC LIMITED

## INSTRUMENT OF PROXY

To Atlantic Insurance Company Public Ltd, Head Office  
15 Esperidon Street, 2001 Strovolos,  
P.O.Box 24579 1301 Nicosia

I /We \_\_\_\_\_ from \_\_\_\_\_

with I.D number / Company Registration number/ Passport number / Investor Registry number \_\_\_\_\_  
being shareholder/s of Atlantic Insurance Company Public Ltd, hereby appoint Mr / Mrs \_\_\_\_\_

from \_\_\_\_\_ with I.D number \_\_\_\_\_

or failing him/her, Mr/ Mrs \_\_\_\_\_

from \_\_\_\_\_ with I.D number \_\_\_\_\_

as my / our proxy to attend and vote on my / our behalf at the Annual General Meeting and / or the Extraordinary General Meeting of Atlantic Insurance Company Public Ltd, to be held at the Company's Headquarters at 15 Esperidon, Strovolos, Nicosia on Wednesday, September 2, 2020 and at any adjournment thereof.

### METHOD OF VOTING

	RESOLUTIONS OF ANNUAL GENERAL MEETING	FOR (Note 5)	AGAINST (Note 5)
1	Approval of the annual management report, the audited financial statements and the audit report for the year 2019.		
2	Approval of the Board of Directors' proposal for the payment of dividend of 6,50 cents per share.		
3	Re-election of the following directors of the company who retire by rotation: a) Re-election of Mrs.Nina Pyrishi b) Re-election of Mr Emilios Pyrishis  Mr. Panagiotis Mallis expressed his willingness to retire from the Board and therefore he does not offer himself for re-election.		
4	Approval of the remuneration of the members of the Board of Directors for 2019.		
5	Appointment of the auditors and authorisation of the Board of Directors to fix their remuneration.		
	<b>RESOLUTION OF EXTRAORDINARY GENERAL MEETING</b>		
1	Approval of the resolution for the share buyback		

Date \_\_\_\_\_ Signature \_\_\_\_\_

Contact details \_\_\_\_\_ Telephone \_\_\_\_\_ Fax \_\_\_\_\_

#### Notes:

- 1) The instruments appointing a proxy must be deposited at the Company's Head Office, 15 Esperidon, Strovolos, Nicosia, at least 48 hours before the time fixed for the Meeting, or in the case of adjournment, not later than 48 hours before the time fixed for the postponed Meeting.
- 2) The proxy need not be a shareholder of the Company.
- 3) In the case of a legal entity, the proxy form must be signed by the duly authorised signatories and bear the official stamp of the legal entity.
- 4) In the case of common shareholdings, a proxy form can be submitted only by the shareholder whose name appears first in the Share Register.
- 5) If you wish to vote in favour of any resolution, please tick ✓ in the corresponding box below the column ' FOR'. If you wish to vote against any resolution please tick ✓ in the corresponding box below the column 'AGAINST'. If you do not indicate how you wish your proxy to vote, then the proxy may vote at his own discretion.

# Atlantic Insurance

Nicosia, 7 August 2020

## ANNOUNCEMENT

The Board of Directors of ATLANTIC INSURANCE COMPANY PUBLIC LTD wishes to inform investors that at its meeting held on 6 August 2020, at the Company's head offices, it resolved as follows:

1. The Board of Directors, after taking into account the results of 2019, the capital needs and the course so far of the results of the current year as well as the prevailing financial conditions, decided to propose to the Annual General Meeting for approval the payment of dividend of 6.50 cents per share (2019: 9.50 cents). In the context of the circular dated 7 August 2020 of the Insurance Companies Control Service, this proposal was also communicated today to the Superintendent of Insurance.
2. The Board of Directors will meet on Thursday, 7 August 2020 at 10:00 a.m. at the Company's head offices to examine the unaudited consolidated financial results of the first half of 2020.
3. Invitation to Annual General Meeting

Attached is the Invitation to the Annual General Meeting which will be held on Wednesday 2 September 2020 at 17:00 at the Company's head offices. The invitation will not be sent to the shareholders under the provisions of Article 128 of the Companies Law, Cap. 113. The notice and the proxy are available on the Company's website ([www.atlantic.com.cy](http://www.atlantic.com.cy)) as well as on the website of the Cyprus Stock Exchange ([www.cse.com.cy](http://www.cse.com.cy)).

4. Invitation to Extraordinary General Meeting

Attached is the Invitation to the Extrarordinary General Meeting which will be held on Wednesday 2 September 2020 at 17:30 immediately after the business of the Annual General Meeting. The invitation will not be sent to the shareholders under the provisions of Article 128 of the Companies law, Cap. 113. The notice and the proxy are available on the Company's website ([www.atlantic.com.cy](http://www.atlantic.com.cy)) as well as on the website of the Cyprus Stock Exchange ([www.cse.com.cy](http://www.cse.com.cy)).

Yours,

Andreas Pirishis  
Chairman