

Notice of Annual General Meeting 2026

NOTICE is hereby given that the 134th Annual General Meeting (“Meeting”) of The Medical Protection Society Limited (“MPS”) will be held at Victoria House, 2 Victoria Place, Leeds, LS11 5AE and via video conference on Friday 3 July 2026 at 11.00 (BST) for the following purposes:

To consider and, if thought fit, pass the following resolutions.

FRIDAY
03
JULY 2026

Ordinary resolutions

1 To receive the Annual Strategic Report, Report of Council and the Audited Statement of Accounts for the year ended 31 December 2025.

2 That BDO LLP (company number OC305127) of 55 Baker Street, London, W1U 7EU be re-appointed as auditor of MPS, to hold office from the conclusion of this meeting until the conclusion of the next general meeting of MPS at which audited accounts are laid, at a remuneration to be determined by the directors.

4 To re-elect Mr Stuart Purdy as a member of the Council, who is retiring by rotation under Article 26 (1).

5 To re-elect Dr David Roytowski as a member of the Council, who is retiring by rotation under Article 26 (1).

Election of Council Members

6 To elect Ms Uma Baska, who was appointed by the Council since the last AGM and is retiring under Article 26 (6).

Re-election of Council Members

The Council regularly considers the skills, knowledge and experience of its members and matches these to the skills, knowledge and experience necessary for the effective operation of the Council and the benefit of MPS as a whole.

The Council believes that the council members standing for election and re-election have the required skills, knowledge and experience to continue to assist the effective functioning of the Council and benefit the business.

3 To re-elect Mr Richard Pile as a member of the Council, who is retiring by rotation under Article 26 (1).

BY ORDER OF THE COUNCIL

3 June 2026



Rory Kelly
Company Secretary

The Medical Protection Society Limited

Registered Office: Level 19, The Shard, 32 London Bridge Street, London, SE1 9SG.

Notes

1. These notes form part of this Notice of AGM.
2. If you are a voting member and you wish to receive details about how to join the meeting online, or will be attending in person please register at medicalprotection.org/agm before 11.00 (BST) on Wednesday 1 July 2026.
3. If you are unable to attend the Meeting, you may appoint a proxy. This can be the Chair of MPS or any other member of MPS qualified to vote. The proxy form must be completed and submitted electronically at medicalprotection.org/agm before 11.00 (BST) on Wednesday 1 July 2026.
4. Questions at the AGM: Engagement with members is important to us. Any member attending the Meeting has the right to

ask questions and arrangements have been made so that members can submit questions in advance of the Meeting. Members have the right to ask questions about the business of the Meeting. MPS must answer any question relating to the business being dealt with at the Meeting but no answer need be given if (a) to do so would interfere unduly with the preparation for the Meeting or would involve the disclosure of confidential information or (b) it is undesirable in the interests of MPS or the good order of the Meeting that the question be answered. If you wish to raise a question before the Meeting, please email it to companysecretary@medicalprotection.org.uk no later than 17.00 (BST) on Friday 26 June 2026. Questions will be addressed and answered in the manner considered most appropriate by the Company which may be by email.

Explanatory notes on resolutions at the AGM

This section includes an explanation of the resolutions to be put to AGM. Resolutions 1 to 6 are ordinary resolutions and require more than half of the votes cast to be in favour of the resolution.

Resolution 1 – Annual Report and Accounts

Members are invited to vote in respect of the Annual Strategic Report, Report of Council and the Audited Statement of Accounts for the year ended 31 December 2025.

Council recommends that you vote ‘FOR’ their formal receipt.

Resolution 2 – Auditor

BDO LLP are the auditor of MPS. Council recommends their re-appointment at this AGM.

Council recommends that you vote ‘FOR’ their re-appointment.

Directors’ biographies

Director biographies can be viewed on the Company website (**MPS Council**) and are summarised below:

Richard Pile, Executive Director

Richard Pile joined MPS in May 2021 and was elected to the MPS Council as an executive director in July 2023.

As Finance Director, he is responsible for the leadership of the Finance Division, providing strategic guidance and oversight on MPS’s finance, investments, capital and reserving.

Richard has over 22 years of financial services experience in a variety of leadership roles including strategic portfolio planning, financial and management reporting, and operational.

Prior to joining MPS, Richard was Chief Financial Officer at Royal Sun Alliance (RSA) (now Intact Insurance) Luxembourg – the European arm of RSA Group. He spent 7 years at RSA in various senior finance roles, and prior to this, worked at Hyperion Insurance Group supporting its global expansion as Head of Group Financial Planning and Analysis (FP&A) and Reporting. Richard started his career at Grant Thornton, where he qualified as an accountant, working within its financial services practice.

Stuart Purdy, Non-Executive Director

Stuart Purdy joined the Council as a non-executive director in December 2020. He is the chair of the Audit and Risk Committee.

Stuart is an experienced financial services executive and non-executive director, with a strong commitment to mutual organisations.

In his executive career, Stuart was Product and Investment Director of Aviva Europe, was CEO of Ireland’s largest insurance group, and he led the launch of Aviva’s business in India. His last executive role was as CEO of RSA’s Asia and Middle East Region.

He is the Chair of Collinson’s UK insurance businesses and a member of the board of Collinson Europe. He is also the Chair of British Friendly Society and Chair of the Board of Trustees at Age Scotland.

At International General Insurance UK, he is Senior Independent Director and also chairs the Audit, Risk and Compliance Committee of this London market insurer.

He is also involved with the National Funeral Trust and the UK Funerals (2022) Trust, and is a Director of Dignity Funeral Trusts Limited (Jersey).

Resolutions 3-6 – Election and re-election of directors

In accordance with Article 26(1) of MPS’s Articles of Association, one third of Council are required to retire by rotation. Richard Pile, Stuart Purdy, David Roytowski and Mike Urmston are retiring at this AGM. Richard Pile, Stuart Purdy and David Roytowski are standing for re-election. Mike Urmston is not standing for re-election and will retire at the conclusion of this AGM.

Uma Baska was appointed since the last AGM and is standing for election in accordance with Article 26(6).

Short biographies of these individuals are provided below.

Directors standing for election and re-election bring different but complimentary skills and experience to Council, ensuring that its overall composition is appropriate for the activities of the organisation.

Council recommends that you vote ‘FOR’ their election and re-election.

David Roytowski, Non-Executive Director

David Roytowski joined the Council as a non-executive director of MPS in October 2019.

David graduated in medicine from the University of Cape Town. After several years of clinical practice in ophthalmology, urology, general surgery and neurology in South Africa and the UK, he gained an MBA at INSEAD in France and Singapore. Management consulting at Monitor Group preceded specialisation as a Neurosurgeon at the University of Cape Town.

Dr Roytowski is a practicing academic neurosurgeon with a keen interest in pituitary disease, specialising in skull base and endoscopic surgeries. He is a consultant specialist at Tygerberg and Christiaan Barnard Memorial hospitals, a fellow of the College of Neurosurgeons of South Africa and a past executive member of the Society of Neurosurgeons of South Africa.

Uma Baska, Non-executive Director

Uma Baska joined the Council as a non-executive director of MPS in August 2025 and submits herself for formal election by the membership at the Annual General Meeting in July 2026.

Uma is a highly experienced general insurance actuary with over 20 years advising some of the world’s largest insurance companies. Previous roles have included PWC, EY & Zurich Financial Services, where Uma built a successful international career in London, Zurich and Sydney solving commercial, financial and actuarial challenges requiring interactions with demanding boards.

Uma studied economics at Macquarie University in Sydney, Australia. She continued her actuarial studies with PricewaterhouseCoopers, qualifying under the Australian and UK Institutes of Actuaries.

Her professional experience includes serving as Chief Actuary for Zurich Financial Services Corporates UK, along with holding senior consulting actuary roles throughout a diverse career spanning Australia, the UK, Ireland, and Switzerland. She has since worked largely with Boards in the UK and in Ireland. Her roles have been expansive, advising insurance companies on liabilities, capital and solvency.

In her role on MPS Council, Uma works closely with the Executive team, bringing particular focus to actuarial and risk matters.