



STRATEGY | INNOVATION | EXPERTISE

## Randall & Quilter Investment Holdings Ltd.

### Notice of General Meeting

**8 November 2021**

The Board of Randall & Quilter Investment Holdings Ltd. (AIM:RQIH) ("**Company**"), the leading non-life global specialty insurance company focusing on the Program Management and Legacy Insurance businesses, announces that a circular incorporating a notice of general meeting which sets out details in relation to a proposed amendment to the Company's bye-laws ("**Bye-law Amendment**"), and convening the general meeting of the Company to be held at 3:00 p.m. on 1 December 2021 at 71 Fenchurch Street, Ground Floor, London EC3M 4BS ("**General Meeting**"), has been posted to the Company's shareholders today ("**Circular**").

By virtue of its status as a Bermuda incorporated company and therefore being subject to Bermuda law, the UK Takeover Code does not apply to the Company. Since Bermuda law does not contain any provisions similar to those applicable in the UK which are designed to regulate the way in which takeovers are conducted, the Board is seeking authority to make amendments to the Company's Bye-Laws to incorporate certain takeover related provisions.

A copy of the Circular, containing more information in relation to the Bye-law Amendment, together with the Company's existing bye-laws and the proposed new bye-laws (as amended) are available on the Company's website at [www.rqih.com](http://www.rqih.com).

Terms defined in the Circular have the same meaning when used in this announcement.

### Coronavirus (COVID-19) Update

The UK government's roadmap to lifting the restrictions on public gatherings due to the COVID-19 pandemic were effected from 19 July 2021. The Company will therefore hold the General Meeting as an open meeting, with shareholders able to attend in person in the usual way (to the extent this remains possible in accordance with UK Government guidance, which may change after the publication of this document). The wellbeing of our Shareholders, employees and advisers is of primary importance to the Company and while our preference is to welcome Shareholders in person to the General Meeting, we will be practicing social distancing and face coverings will need to be used. If a Shareholder is attending the General Meeting in person, we require them to adhere to the site guidelines in place at the time in relation to health, safety and security. For the safety of others, in line with the UK Government guidance and legislation, please do not attend the General Meeting in person if you are experiencing any of the symptoms connected with COVID-19 or are otherwise required to isolate or quarantine. The Company will continue to closely monitor the developing impact of COVID-19, including the latest UK Government guidance. Should it become appropriate to revise the current arrangements for the General Meeting, any such changes will be notified to Shareholders through our website at [www.rqih.com](http://www.rqih.com) and, where appropriate, by announcement made by the Company to a Regulatory Information Service. The Board welcomes engagement with its Shareholders and understands that many people may not wish to attend the General Meeting in person at this time. Those who have questions relating directly to the business of the General Meeting can forward their questions to the Company Secretary by emailing [Secretariat@rqih.com](mailto:Secretariat@rqih.com) no later than 1.00 p.m. on 24 November 2021. Answers to these questions will be provided directly to Shareholders.

## Ends

### Enquiries to:

#### **Randall & Quilter Investment Holdings Ltd.**

William Spiegel

Tel +1 917-826-5877

#### **Numis Securities Limited** (Nominated Adviser & Joint Corporate Broker)

Stuart Skinner

Tel: +44 (0) 207 260 1000

Charles Farquhar

Tel: +44 (0) 207 260 1000

#### **Barclays (Joint Corporate Broker)**

Mark Astaire

Tel: +44 (0) 207 7632 2322

Milan Solanki

#### **FTI Consulting**

Edward Berry/Tom Blackwell

Tel: +44 (0) 203 727 1051

### Notes to Editors:

#### **About R&Q**

R&Q is a non-life global specialty insurance company operating two core, highly complementary, businesses: Program Management and Legacy Insurance. Both these businesses are leaders in markets with high barriers to entry and significant secular growth opportunities.

Legacy Insurance generates profits and capital extractions from expert management of legacy non-life insurance portfolios. Program Management generates commission income from its licensed (and rated) carriers in the US, EU and the UK, writing niche and profitable program business, largely on behalf of highly rated reinsurers.

Legal Entity Identifier (LEI): 2138006K1U38QCGLFC94

**Website:** [www.rqih.com](http://www.rqih.com)