



**NOTICE OF GUARANTEED DELIVERY**

**To Tender the**

**6.25% Senior Notes due 2020 of  
ALTERRA FINANCE LLC**

**and the**

**5.35% Senior Notes due 2021 of  
MARKEL CORPORATION**

**Pursuant to the Offer to Purchase dated September 12, 2019**

**The Tender Offer will expire at 5:00 p.m., New York City Time, on September 18, 2019 unless extended (such time and date, as the same may be extended with respect to either Series, the “Expiration Time”) or earlier terminated. Holders of Notes must validly tender and not validly withdraw their Notes at or prior to the Expiration Time to be eligible to receive the Consideration. Notes tendered pursuant to the Tender Offer may be withdrawn prior at or prior to, but not after, 5:00 p.m., New York City Time, on September 18, 2019, as such date and time may be extended with respect to either Series.**

As set forth in the Offer to Purchase, dated September 12, 2019 (as the same may be amended or supplemented from time to time, the “*Offer to Purchase*”), issued by Markel Corporation, a Virginia corporation (“*Markel*” or the “*Company*”) and Alterra Finance, LLC, a Delaware limited liability company and wholly-owned subsidiary of the Company (“*Alterra*”), under the caption “Principal Terms of the Tender Offer— Procedures for Tendering Notes” and in the accompanying Letter of Transmittal (the “*Letter of Transmittal*”) and Instruction 3 thereto, this Notice of Guaranteed Delivery (the “*Notice of Guaranteed Delivery*”), or one substantially in the form hereof, must be used to tender the 6.25% Senior Notes due 2020 issued by Alterra and the 5.35% Senior Notes due 2021 issued by the Company pursuant to the Tender Offer (as defined herein) if (1) time will not permit a Holder’s Letter of Transmittal or other required documents to reach Global Bondholder Services Corporation (the “*Tender Agent*”) prior to the Expiration Time or (2) a Holder cannot complete the procedures for book-entry transfer prior to the Expiration Time. The two series of securities that are subject to the Tender Offer are referred to herein collectively as the “*Notes*,” and each series is referred to as a “*Series*” of Notes. Capitalized terms used but not defined herein have the respective meanings assigned to them in the Offer to Purchase.

This Notice of Guaranteed Delivery may be delivered by hand or mail or transmitted by facsimile transmission to the Tender Agent as set forth below, but in any case it must be delivered to the Tender Agent in physical form prior to the Expiration Time.

*The Tender Agent for the Tender Offer is:*

**Global Bondholder Services Corporation**

*By Regular, Registered or Certified Mail;*

*Hand or Overnight Delivery:*

65 Broadway, Suite 404

New York, New York 10006

Attention: Corporate Actions

Email: [contact@gbsc-usa.com](mailto:contact@gbsc-usa.com)

<http://www.gbsc-usa.com/Markel/>

*By Facsimile Transmission:*

(212) 430-3775 (for eligible institutions only)

To confirm receipt of facsimile by telephone:

(212) 430-3774

**Delivery of this Notice of Guaranteed Delivery to an address, or transmission of instructions via facsimile transmission, other than as set forth above will not constitute a valid delivery.**

This form is not to be used to guarantee signatures. If a signature on the Letter of Transmittal is required to be guaranteed by a "Medallion Signature Guarantor" under the instructions thereto, such signature guarantee must appear in the applicable space provided in the signature box on the Letter of Transmittal.

Ladies and Gentlemen:

On the terms and subject to the conditions of the Offer Documents, the undersigned hereby tenders to the Company the principal amount of Notes indicated herein, pursuant to the guaranteed delivery procedures described herein and in the Offer to Purchase under the caption "Principal Terms of the Tender Offer—Procedures for Tendering Notes—Guaranteed Delivery." The undersigned hereby represents and warrants that the undersigned has full power and authority to tender such Notes.

The undersigned understands that Notes may be tendered only in principal amounts equal to the minimum authorized denomination and the integral multiples in excess of the minimum authorized denomination set forth in the Offer to Purchase for the respective Series of Notes. Alternative, conditional or contingent tenders will not be considered valid. The undersigned understands that tenders of Notes pursuant to the Tender Offer may not be withdrawn after the Expiration Time, except as described in the Offer to Purchase. If any Offer is terminated or withdrawn, Notes tendered pursuant to such Offer will be credited to the account maintained at The Depository Trust Company ("*DTC*" or the "*Book-Entry Transfer Facility*") from which such Notes were delivered.

The undersigned understands that payment for Notes tendered and accepted for payment pursuant to the Tender Offer will be made only after receipt by the Tender Agent, no later than the close of business on the second business day after the Expiration Time, of a properly completed and duly executed Letter of Transmittal (or a manually signed facsimile thereof) or a properly transmitted Agent's Message, together with confirmation of book-entry transfer of such Notes, and any other documents required by the Letter of Transmittal. If DTC's ATOP procedures are used, the DTC participant need not complete and physically deliver this Notice of Guaranteed Delivery Form to the Tender Agent. However, you will be bound by the terms of the Tender Offer. Guaranteed Deliveries may be submitted only in authorized denominations.

The Eligible Institution that completes this Notice of Guaranteed Delivery must deliver a physical copy of this Notice of Guaranteed Delivery to the Tender Agent and must deliver the Letter of Transmittal or Agent's Message, together with confirmation of book-entry transfer thereof, to the Tender Agent within the relevant time periods stated above. Failure to do so will result in an invalid tender of the related Notes and could result in a financial loss to such Eligible Institution.

All authority herein conferred or agreed to be conferred by this Notice of Guaranteed Delivery shall survive the death or incapacity of the undersigned and every obligation of the undersigned under this Notice of Guaranteed Delivery shall be binding on the heirs, personal representatives, executors, administrators, successors, assigns, trustees in bankruptcy and other legal representatives of the undersigned.

**PLEASE SIGN AND COMPLETE**

This Notice of Guaranteed Delivery must be signed by the DTC participant tendering Notes on behalf of the beneficial Holder(s) of such Notes exactly as such participant's name appears on a security position listing as the owner of such Notes. If the signature appearing below is by a trustee, executor, administrator, guardian, attorney-in-fact, officer or other person acting in a fiduciary or representative capacity, such person must set forth his or her name, address and capacity as indicated below and submit evidence satisfactory to the Company of such person's authority so to act.

Aggregate Principal Amount of Notes Tendered:	Name of Participant:
_____	_____
Account Number: _____	_____
Transaction Code Number: _____	Address of Participant including Zip Code:
Date: _____	_____
The Participant holds the Notes Tendered through DTC on behalf of the following ("Beneficiary"):	_____
_____	Area Code and Tel. No. _____
_____	Name(s) of Authorized Signatory: _____
Name and Tel. No. of Contact (if known) at the Beneficiary:	_____
_____	Capacity: _____
_____	Address of Authorized Signatory: _____
_____	_____
	Area Code and Tel. No.: _____
	Signature(s) of Authorized Signatory:
	_____
	_____
	_____
	Date: _____

**GUARANTEE**  
**(Not to be used for signature guarantee)**

The undersigned, a firm that is a member of a registered national securities exchange or of the Financial Industry Regulatory Authority, a commercial bank or trust company having an office or correspondent in the United States or an "Eligible Guarantor Institution" within the meaning of Rule 17Ad-15(a)(2) under the Securities Exchange Act of 1934, as amended (the "*Exchange Act*") (each of the foregoing being referred to herein as an "Eligible Institution"), hereby (1) represents that each Holder on whose behalf this tender is being made is deemed to own the Notes tendered hereby (2) represents that such tender of Notes is being made by guaranteed delivery and (3) guarantees that, no later than the close of business on the second business day after the Expiration Time, a properly completed and duly executed Letter of Transmittal (or a manually signed facsimile thereof) or a properly transmitted Agent's Message, together with confirmation of book-entry transfer such Notes pursuant to the procedures set forth under "—Procedures for Tendering Notes—How to Tender Notes" in the Offer to Purchase, and any other documents required by the Letter of Transmittal, will be deposited by such Eligible Institution with the Tender Agent.

The Eligible Institution that completes this form acknowledges that it must deliver a physical copy of the Notice of Guaranteed Delivery to the Tender Agent and must deliver the Letter of Transmittal or Agent's Message together with confirmation of book-entry transfer thereof to the Tender Agent within the relevant time periods shown herein. Failure to do so will result in an invalid tender of the related Notes and could result in financial loss to such Eligible Institution.

Name of Firm: _____  Address: _____  _____ <p style="text-align: center;"><b>(including Zip Code)</b></p> Area Code and Tel. No.: _____	_____  <p style="text-align: center;"><b>(Authorized Signature)</b></p> Name: _____  Title: _____  Date: _____
--	--