

# DESNOES & GEDDES LIMITED

## NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the seventy-seventh Annual General Meeting of Desnoes & Geddes Limited will be held at the Hospitality Room at 214 Spanish Town Road, Kingston 11, on June 4, 1996, at 11:30 a.m., for the following purposes:

- a) To receive the financial statements for the year ended 31 December 1995 along with the reports of the Directors and Auditors thereon.
- b) To consider and, (if thought fit) to pass the following resolutions:
  - 1. "That the Financial Statements for the year ended 31 December 1995, together with the reports of the Directors and Auditors thereon, be and are hereby adopted".
  - 2. "That Directors' Fees payable for the year to all Non-Executive Directors of the Company be and are hereby approved.
- c) To Elect Directors:

The Directors, Terry A. Challenor, Hon. Pat. H. Rousseau, Margie Geddes, Owen K. Melhado, retire according to the Articles.

To consider and (if thought fit) to pass the following resolutions:

- 3. "That the retiring Director Mr. T.A. Challenor be and is hereby re-elected".

4. "That the retiring Director Hon. P.H. Rousseau be and is hereby re-elected".
  5. "That the retiring Director Mrs. M. Geddes be and is hereby re-elected".
  6. "That the retiring Director Mr. O.K. Melhado be and is hereby re-elected".
- d) To fix the remuneration of the Auditors and to consider and (if thought fit) to pass the following resolution:
7. "That Price Waterhouse, having agreed to continue in office as Auditors, the Directors be and are hereby authorised to agree their remuneration in respect of the period ending with the conclusion of the next Annual General Meeting and is hereby approved".

e) Special Business

To consider and (if thought fit) to pass the following resolution:

8. "That Item 79 of the Articles of the Company reading as follows:

'The qualification of every ordinary director shall be the holding in his own right of shares or stock of the company of the nominal value of Two Hundred Dollars'

be and is hereby deleted".

Any member entitled to attend and vote is entitled to appoint a proxy to attend and on a poll, vote instead of him. A proxy need not be a member of the Company. The instrument appointing proxy must be stamped and deposited at the registered office of the Company not less than 48 hours before the time of holding the meeting. The stamp duty is \$10.00 and may be paid by affixing a postage stamp to the proxy form before it is signed.

An appropriate form of proxy is enclosed.

By Order of the Board

**CAMILLE MILLWOOD**  
**Secretary**

Dated 29 March 1996

**214 Spanish Town Road**  
**Kingston 11, Jamaica**