

KINGSTON WHARVES LIMITED

NOTICE OF MEETING

Notice is hereby given that the Annual General Meeting of Kingston Wharves Limited will be held in the Kingston Conference Centre, Kingport Building, Third Street, Newport West, Kingston 11 on Wednesday, 19th June, 1996, at 10:00 a.m. for the following purposes:

1. To receive the Audited Group Accounts for the year ended 31st December, 1995 and the Reports of the Directors and Auditors circulated herewith.

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

"That the Audited Group Accounts for the year ended 31st December, 1995 and the Reports of the Directors and Auditors circulated with the Notice convening the meeting be adopted."

2. To declare the interim dividend paid on the 29th December, 1995 as final.

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

"That as recommended by the Directors, the interim dividend paid on 29th December, 1995 be and is hereby declared as final and no further dividend be paid in respect of the year under review."

3. (a) Mr. Christopher Bovell who has served for several years on the Board of Directors resigned on the 29th January, 1996 and was replaced on the Board of Directors by Mr. Douglas Orane. In accordance with Article 97, Mr Douglas Orane will retire from office and being eligible, offers himself for re-election.

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

"That Mr. Douglas Orane be and is hereby re-elected a Director of the Company."

- (b) In accordance with Article 91 of the Company's Articles of Association, Messrs. David Bishop, Paul Spencer Edwards and Charles Johnston will retire by rotation, and being eligible, offer themselves for re-election.

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

- i "That the Directors to be re-elected be re-elected en bloc."
ii "That Messrs. D.H. Bishop, P.S. Edwards and C.H Johnston be and they are hereby re-elected Directors of the Company."

4. To fix the remuneration of the Auditors or to determine the manner in which such remuneration is to be fixed.

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

"That the Directors be and they are hereby authorised to fix the remuneration of the Auditors at a figure to be agreed with them."

5. To fix the fees of the Directors or to determine the manner in which such fees are to be fixed.

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

"That the amount shown in the Accounts of the Company for the year ended 31st December, 1995 as fees of the Directors for their services as Directors be and is hereby approved."

By Order of the Board

Dated this 10th day of May, 1996

E.D. Anderson
Secretary

Any member of the Company entitled to attend and vote at this meeting is also entitled to appoint one or more proxies to attend and vote in his/her stead. Such proxies need not be members of the Company.

Instruments appointing proxies (a specimen of which is at the back of this publication) must be deposited with the Secretary of the Company, at 64 Harbour Street, Kingston, not less than forty-eight (48) hours before the meeting.