

Trafalgar Development Bank 1997

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Annual General Meeting of TRAFALGAR DEVELOPMENT BANK LIMITED will be held in the Saint Ann Room of the Wyndham Kingston Hotel, 77 Knutsford Boulevard, Kingston 5 on Thursday, January 29, 1998 at 10:00 am for the following purposes:

1. To receive the Accounts for the period ended September 30, 1997 and the Reports of the Directors and Auditors thereon.
2. To elect Directors.
 - (a) In accordance with Articles 92 and 93 of the Company's Articles of Association the Directors retiring by rotation are Messrs. A. Rafael Diaz, Roy Collister, Geoffrey Messado and R. Anthony Williams, all of whom being eligible, offer themselves for re-election.
 - (b) In accordance with Article 98 of the Company's Articles of Association, Director, Mr Charles Johnston is eligible for re-election.
3. To consider and if thought fit, pass the following as a Special Resolution:

That pursuant to section 12 of the Companies Act and Article 24 of the Company's Articles of Association which states The Instrument of Transfer of any share shall be executed by or on behalf of the transferor and transferee, and the transferor shall be deemed to remain the holder of the share until the name of

the transferee is entered in the register of members in respect thereof be amended by deleting the words and transferee so that Article 24 shall read as follows:

The Instrument of Transfer of any share shall be executed by or on behalf of the transferor and the transferor shall be deemed to remain the holder of the share until the name of the transferee is entered in the register of members in respect thereof.

4. To re-appoint Price Waterhouse as Auditors and to determine the manner in which the Auditors' remuneration is to be fixed.
5. To fix the remuneration of the Directors.
6. To consider any other business that may be conducted at an Annual General Meeting.

Dated this 31st day of October, 1997

By Order of the Board

LILIETH TURNQUEST
SECRETARY

Registered Office

The Towers
7th Floor
25 Dominica Drive
Kingston 5
SAINT ANDREW
