

Jamaica Broilers Group Limited 1998

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Jamaica Broilers Group Limited will be held at Jamaica Conference Centre, 14-20 Port Royal Street, Kingston, on Saturday, December 5, 1998, at 10:00 a.m. for the following purposes:

1. To receive the Report of the Directors and Audited Accounts for the year ended 2nd May 1998.
2. To elect Directors.
3. To approve the remuneration of the Directors.
4. To authorise the Directors to fix the remuneration of the Auditors.
5. To deal with the undermentioned as special business.

Special Business

- 1) To consider and if thought fit pass the following ordinary resolutions:-

Resolved that:

- (a) The authorised share capital of the company be and is hereby increased from \$285,000,000 to \$325,000,000 by the creation of 80,000,000 ordinary shares of 50c each, such shares to rank pari passu in all respects with the existing ordinary stock of the Company and that as soon as the same are issued and fully paid up or credited as fully paid up, they be converted to ordinary stock transferable in units of 50c each;
- (b) That pursuant to Article 129 of the Articles of Association upon the recommendation of the Directors, it is desirable to capitalise the sum of \$40,154,400.00 standing to the credit of revenue reserve and accordingly that the same shall not be paid in cash but be applied in paying up in full

80,308,800 unissued shares of the Company to be allotted and issued as fully paid up stock units to and amongst the members of the Company in proportion to their stockholdings on December 21, 1998.

2) To consider and if thought fit pass the following special resolution:-

Resolved that:-

Pursuant to Section 12 of the Companies Act of the Laws of Jamaica that Article 23 of the Company's Articles of Association which states: "The instrument of transfer of any share should 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 deletion of the words "and transferee" so that Article 23 shall provide 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."

Dated this 1st day of September, 1998.

By order of the Board

Stephen A. Virtue
Secretary

Registered Office
15 Hope Road,
Kingston 10
