

EPPLEY

L I M I T E D

CERTIFIED COPY OF RESOLUTIONS PASSED BY THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY

I hereby certify that the following resolutions are true and correct copies of resolutions, that were duly passed by an Extraordinary General Meeting of the ordinary shareholders of EPPLEY LIMITED ("the Company") held at 58 HALF WAY TREE ROAD, Kingston on TUESDAY 12 NOVEMBER 2013 at 9:00 a.m:

Authority for a further issue of the Preference Shares of the Company

Ordinary Resolution

- (1) THAT the authorised share capital of the Company be increased by 100,000,000 new Preference Shares and/or Redeemable Preference Shares (the "New Preference Shares").

Special Resolution

- (2) THAT the Board of directors of the Company be and are hereby authorised to create and issue the New Preference Shares at any time, on the following terms:
- (a) the New Preference Shares be subject to such terms and shall have such rights (including rights to dividends and any interest rates adopted for that purpose, voting, and participation in surplus capital on winding-up) as the Board of directors of the Company may in its absolute discretion determine; and
 - (b) the New Preference Shares shall be redeemable and issued on terms that the Board of directors be and is hereby empowered to determine in its absolute discretion, subject always to the provisions set out in the Articles of Incorporation of the Company and the Companies Act for this purpose.

Ordinary Resolutions

- (3) THAT the Board of Directors of the Company be and is hereby authorised to allot such New Preference Shares in such manner and to such persons as the directors may deem fit in the best interest of the Company without regard to any pre-emption rights howsoever arising.
- (4) THAT the Board of Directors of the Company be and is hereby authorised to convert the New Preference Shares into transferable preference stock units (the "New Preference Stock Units").
- (5) THAT the Board of Directors of the Company be and is further authorised to apply for a listing of the New Preference Stock Units on the Jamaica Stock Exchange in its absolute discretion.

Dated this 12 November 2013



Nicholas Scott, Managing Director

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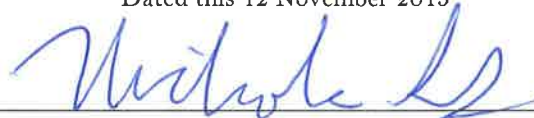
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