



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the annual general meeting of Caribbean Producers (Jamaica) Limited (the "Company") will be held at 3:00 p.m. on Monday 17th February 2014 at the Sunset Beach Resort & Spa, Montego Freeport, Montego Bay, St. James for shareholders to consider and, if thought fit, to pass the following resolutions:

Special Resolution

1. To amend Articles 6A and 81 of the Articles of Incorporation of the Company such that the maximum number of Directors that may be appointed to the Board of the Company is twelve (12).

Ordinary Resolutions

2. To receive the report of the directors and the audited accounts of the Company for the financial year ended 30th June 2013.

3. To declare the interim dividend paid on 28th March 2013 as final for the financial year ending 30th June 2013.

4. To authorise the directors to re-appoint KPMG as the auditors of the Company, and to fix their remuneration.

5. The following directors, having resigned by rotation in accordance with the Articles of Incorporation of the Company and, being eligible, offer themselves for re-election to the board of directors of the Company by the shareholders:

- (a) To re-appoint Ronald Schrager as a director.
- (b) To re-appoint Richard Mark Hall as a director.
- (c) To re-appoint Jan Marie Polack as a director.

6. To appoint the following directors to the board of directors of the Company, such individuals having consented to act:

- (a) To appoint Anil Chatani as a director.
- (b) To appoint Camille Shields as a director.

7. To authorise the Board to fix the remuneration of the directors save for the executive directors, for the financial year of the Company ending 30th June 2014.

Dated this 23rd day of January 2014

By order of the Board,

A handwritten signature in blue ink, appearing to read 'Theresa Chin', is written over the text 'By order of the Board,'.

Theresa Chin, Company Secretary