

IMPORTANT NOTICE TO ALL ORDINARY SHAREHOLDERS OF JAMAICA MONEY MARKET BROKERS LIMITED



Jamaica Money Market Brokers Limited (“JMMB”) and JMMB Group Limited advise that they have received the required approvals from the three stock exchanges on which JMMB’s ordinary shares are currently listed (i.e., the Jamaica Stock Exchange, the Barbados Stock Exchange and the Trinidad and Tobago Stock Exchange) for the implementation of the Scheme of Arrangement approved by shareholders on September 17, 2014, and sanctioned by the Supreme Court of Judicature of Jamaica on November 5, 2014.

The Scheme of Arrangement will see the existing ordinary shares in JMMB being exchanged for ordinary shares in JMMB Group Limited on a one for one basis, and the listing of JMMB Group Limited’s ordinary shares on these stock exchanges. On implementation of the Scheme, JMMB Group Limited will therefore become the new holding company for the JMMB group of companies, and JMMB will be a wholly owned subsidiary of JMMB Group Limited.

Ordinary shareholders should note the following:

- (a) the record date for purposes of the Scheme of Arrangement is 5:00pm local time on Thursday April 9, 2015, and the effective date of the Scheme will be Friday April 10, 2015.
- (b) For persons whose JMMB ordinary shares are deposited in the Jamaica Central Securities Depository (“JCSD”), the Barbados Central Securities Depository Inc., (“BCSDI”) or the Trinidad and Tobago Central Depository (“TTCD”) as at the record date, your new JMMB Group Limited ordinary shares will be issued and allotted in the name of the JCSD, BCSDI or TTCD (as the case may be) and will be credited to your account with such depository. If you have pledged your JMMB ordinary shares to a third party, you must notify the person entitled to the benefit of the pledge of the Scheme of Arrangement, to enable new security arrangements to be put in place.
- (c) For persons whose JMMB ordinary shares are deposited in the TTCD and are pledged to a third party, special arrangements have been made for the new JMMB Group shares issued in replacement of the pledged shares to be held in a blocked account under the TTCD’s control, pending implementation of new pledge arrangements. Details of this are set out in the Scheme, which is available on www.jmmb.com.
- (d) For persons whose JMMB ordinary shares are held in certificated form as at the record date, your stock certificates for your new JMMB Group Limited ordinary shares will be sent to you by registered mail to your address as shown in JMMB’s share register.

We anticipate that the listing of JMMB Group Limited’s ordinary shares will take place on Monday April 13, 2015 on all three stock exchanges. To facilitate this process:

- (a) trading in the ordinary shares of JMMB on all three stock exchanges will be suspended after the close of the normal trading day on each of the three stock exchanges on Thursday April 2, 2015 and these shares will be de-listed thereafter;
- (b) the register of members of JMMB will be closed on Thursday April 9, 2015 and it will be re-opened on Monday April 13, 2015 to enable registration of the various entries arising from the implementation of the Scheme.

The initial price at which the JMMB Group Limited ordinary shares will be listed on all three stock exchanges, will be the same price at which the JMMB ordinary shares last traded immediately prior to their de-listing from such stock exchange.