

AGM

NOTICE is hereby given that an Annual General Meeting of PROVEN Investments Limited will be held at 20 Micoud Street, Castries, St. Lucia, on September 15, 2016 at 11:00 a.m. to consider and, if thought fit, pass the following resolutions:

1. **To receive the Audited Group Accounts for the year ended 31 March 2016 and the Reports of the Directors and Auditors circulated herewith**
Resolution No. 1

"THAT the Audited Group Accounts for the year ended 31 March 2016 and the Reports of the Directors and Auditors circulated with the Notice convening the meeting be and are hereby adopted."

2. **To ratify interim dividends and declare them final**
Resolution No. 2

"THAT the interim dividends paid on 25 June 2015, 10 September 2015,

3 December 2015 and 16 March 2016, be and are hereby declared as final and no further dividend will be paid in respect of the year under review."

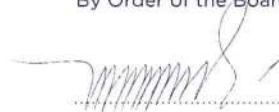
3. **To appoint Auditors and authorize the Directors to fix the remuneration of the Auditors**
Resolution No. 3

"THAT KPMG Eastern Caribbean, having agreed to continue in office as Auditors for the Company, be hereby appointed to hold office until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Directors of the Company."

4. **To fix the remuneration of the Directors**
Resolution No. 4

"THAT the amount shown in the Accounts of the Company for the year ended 31 March 2016 as remuneration of the Directors for their services as Directors be and is hereby approved."

Dated the 10th day of July, 2016
By Order of the Board



Rhory McNamara
Company Secretary

Note: Members are reminded of the provisions of Regulations 37-38 of the Articles of Association of the Company, which provide as follows:

37. A member may be represented at a meeting of members by a proxy who may speak and vote on behalf of the member.

38. The instrument appointing a proxy shall be produced at the place appointed for the meeting before the time for holding the meeting at which the person named in such instrument proposes to vote. A corporation may execute a form of proxy under the hand of a duly authorised officer of such corporation. The instrument appointing a Proxy must be in writing and a Proxy Form is attached for your convenience.