



NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Fifty Third Annual General Meeting of Salada Foods Jamaica Limited will be held on February 21, 2018 at 1:00 p.m. at 20 Bell Road, Kingston 11 for the following purposes:

1. Audited Accounts

To consider and if thought fit to pass the following ordinary resolution:

“THAT the audited accounts for the year ended 30th of September, 2017 and the report of the directors and auditors thereon BE AND IS HEREBY received and adopted.”

2. To Ratify Dividend

To consider and if thought fit pass the following ordinary resolution:

“THAT the dividend of \$0.50 per stock unit paid on December 18, 2017 to all Stockholders on record at the close of business on December 1, 2017, BE AND IS HEREBY ratified.”

3. Retirement and Election of Directors

Article 72 of the Company's Articles of Incorporation provides that at every Annual General Meeting one-third of the directors subject to retirement for the time being, or, if their number is not three or a multiple of three, then the number nearest to one third, shall retire from office. The Directors retiring under this Article are **Mr. Eric Stultz**, **Mr. Aubyn Hill** and **Mr. Michael Bernard**, who all being eligible, offer themselves up for re-election.

To consider and if thought fit pass the following resolution:

- (a) “THAT retiring Director **Mr. Eric Stultz** be and is hereby re-elected a Director of the Company.”
- (b) “THAT retiring Director **Mr. Aubyn Hill** be and is hereby re-elected a Director of the Company.”
- (c) “THAT retiring Director **Mr. Michael Bernard** be and is hereby re-elected a Director of the Company.”

4. Directors' Remuneration

“THAT the total combined remuneration of all Directors shall be determined by the Board.”

5. Appointment of Auditors

To consider and if thought fit pass the following resolution:

“THAT KPMG having signified their willingness to continue in office as Auditors of the Company shall be the Company's Auditors until the conclusion of the Next Annual General Meeting, at a remuneration to be agreed by the Directors.”

NOTES

- I. A member eligible to attend and vote at a General Meeting is entitled to appoint another person as his/her proxy to attend and vote instead of him/her. A proxy, so appointed, need not be a member of the Company.
- II. All members are entitled to attend and vote at the meeting.
- III. Enclosed is a form of proxy which must be deposited with the Secretary, at the Registered office of the Company not less than forty-eight hours before the time appointed for holding the meeting.

DATED THE 1st DAY OF DECEMBER 2017
BY ORDER OF THE BOARD

Michelle Smith
COMPANY SECRETARY

