


# Notice of Annual General Meeting

Notice is hereby given that the Fifth Annual General Meeting of the Company will be held at Coconut Bay Beach Resort & Spa, Eau Piquant, Saint Lucia on Tuesday, June 12, 2018 at 11:00 a.m. for the following purposes:

1. **To receive the Audited Accounts and Reports of the Directors and Auditors for the year ended December 31, 2017.**  
To consider and, if thought fit, to pass the following Resolution:  
**Resolution No. 1**  
"THAT the Audited Accounts and the Reports of the Directors and Auditors for the year ended December 31, 2017 be and are hereby adopted."
2. **To elect Directors:**  
To consider and, if thought fit, to pass the following Resolution:  
**Resolution No. 2**  
"That the election of directors be made en bloc."  
**Resolution No.3**  
To consider and, if thought fit, to pass the following Resolution:  
"THAT Directors Richard Byles and Vinay Walia, who retire by rotation and being eligible offer themselves for re-election, be and are hereby re-elected as Directors of the Company en bloc."  
**Resolution No. 4**  
To consider and, if thought fit, to pass the following Resolution:  
"THAT by virtue of Article 98, Directors Dr. Dodridge Miller and Christopher Zacca, who were appointed by the Directors of the Board since the last Annual General Meeting as additions to the Board, and who retire and being eligible offer themselves for re-election, be and are hereby re-elected as Directors of the Company en bloc."
3. **To fix the remuneration of the Directors**  
**Resolution No. 5**  
To consider and, if thought fit, to pass the following Resolution:  
"THAT the amount of \$13,160,000 included in the Audited Accounts of the Company for the year ended December 31, 2017 as remuneration for their services as Directors be and is hereby approved."
4. **To appoint the Auditors and authorise the Directors to fix the remuneration of the Auditors.**  
To consider and, if thought fit, to pass the following Resolution:  
**Resolution No. 6**  
"THAT PricewaterhouseCoopers, Chartered Accountants, having agreed to continue in office as Auditors, be and are hereby appointed Auditors for the Company to hold office until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Directors of the Company."
5. **To ratify interim dividend and declare them as final**  
To consider and, if thought fit, to pass the following Resolution:  
**Resolution No. 7**  
"THAT the interim dividend of fourteen (14) cents paid on September 5, 2017 be and is hereby ratified and declared as final for the year ended December 31, 2017."

Dated the 30th day of April, 2018

BY THE ORDER OF THE BOARD



MCSI Inc.  
Corporate Secretary

Note: A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a member. Proxy Forms must be lodged with the Company Secretary, MCSI Inc. at its registered offices at 20 Micoud Street, Castries, St. Lucia not less than 48 hours before the time of the meeting.

A Form of Proxy is enclosed for your convenience.