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# Notice of AGM

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NOTICE IS HEREBY GIVEN that the eighty second ANNUAL GENERAL MEETING of JAMAICA PRODUCERS GROUP LIMITED (the “Company”) will be held at **The Terra Nova Hotel, 17 Waterloo Road, Kingston 19**, at 10:00 o’clock in the forenoon of Friday June 21, 2019 to transact the business more particularly set out below, and to consider, and if thought fit, to pass the resolutions as set out below:

1. To receive and consider the Directors’ Report, Auditors’ Reports and Audited Financial Statements of the Company and the Group for the year ended December 31, 2018:

**RESOLUTION:**

“THAT the Directors’ Report, Auditors’ Reports and Audited Financial Statements of the Company and the Group for the year ended December 31, 2018 be and are hereby adopted.”

2. To fix the remuneration of the Auditors for 2018 or to determine the manner in which such remuneration is to be fixed:

**RESOLUTION:**

“THAT the remuneration of the Auditors, KPMG, having been fixed by the Directors for 2018, be and is hereby approved.”

3. To ratify interim capital distributions and declare them final:

**RESOLUTION:**

“THAT the interim capital distribution of 12¢ per stock unit of record date December 19, 2018 be and is hereby ratified and declared final for 2018.”

4. To re-appoint the Auditors:

**RESOLUTION:**

“THAT the Auditors, KPMG, having indicated their willingness to continue in office, be and are hereby re-appointed for the year 2020.”

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5. To elect Directors:

**RESOLUTIONS:**

- a) "THAT Mr. Alan Buckland who retires after having been appointed to the Board since the last Annual General Meeting, be and is hereby elected a Director of the Company."
- b) "THAT Hon. Oliver Clarke who retires by rotation, be and is hereby re-elected a Director of the Company."
- c) "THAT Mrs. Sanya Goffe who retires by rotation, be and is hereby re-elected a Director of the Company."

6. To fix the remuneration of Directors:

**RESOLUTION:**

"THAT the amount of \$14,350,000.00 shown in the Accounts for the year ended December 31, 2018 for Non-Executive Directors' fees be and is hereby approved."

7. To transact any other competent business.

**BY ORDER OF THE BOARD**

  
**Simone M. Pearson**  
Company Secretary

Kingston, Jamaica  
April 17, 2019

A member of the Company who is entitled to attend and vote is entitled to appoint one or more proxies to attend and on a poll, to vote in his stead. A proxy need not be a member of the Company. Form of Proxy must be lodged at the Registered Office of the Company not later than forty-eight hours before the meeting. An appropriate Form of Proxy is attached, to which should be affixed adhesive stamps to the value of \$100.00.