

# NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 33<sup>rd</sup> Annual General Meeting of MAYBERRY INVESTMENTS LIMITED will be held at the Knutsford Court Hotel, 11 Ruthven Road, Kingston 10 on Wednesday, June 19, 2019 at 3:00 pm for the following purposes:

**1. To receive the audited accounts for the year ended December 31, 2018.**

**Resolution 1**

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

"That the audited accounts of the Company for the year ended December 31, 2018, together with the reports of the directors and auditors thereon, be and are hereby adopted."

**2. To ratify the declaration of dividend in specie**

**Resolution 2**

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

"That the Directors having been duly authorised by a resolution of the stockholders passed at the 32<sup>nd</sup> annual general meeting, the dividend *in specie* of shares in Mayberry Jamaican Equities Limited declared and distributed by the Directors, be and is hereby ratified, confirmed and approved."

**3. To elect Directors**

**Resolutions 3-5**

The Directors retiring by rotation pursuant to Article 91 of the Articles of Association of the Company are Messrs. Konrad Berry, Gladstone Lewars and Erwin Angus and who being eligible, offer themselves for re-election.

To consider and (if thought fit) pass the following ordinary resolutions:

"That the retiring director, Mr. Konrad Berry, be and is hereby re-elected a director of the Company."

"That the retiring director, Mr. Gladstone Lewars, be and is hereby re-elected a director of the Company."

"That the retiring director, Mr. Erwin Angus, be and is hereby re-elected a director of the Company."

**4. To fix the remuneration of the Directors**

**Resolution 6**

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

"That the Board of Directors of the Company be and is hereby authorised to fix the remuneration of the individual directors for the ensuing year."


**5. To authorise the Directors to appoint and fix the remuneration of the Auditors:**

**Resolution 7**

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

"That the Directors be and are hereby authorised to appoint the Auditors and agree their remuneration in respect of the period ending with the conclusion of the next Annual General Meeting."

BY ORDER OF THE BOARD

  
Konrad M. Berry  
Secretary

**NOTE FOR THOSE UNABLE TO ATTEND THE AGM:**

A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on his behalf.

A proxy need not be a member of the Company.

A suitable Form of Proxy is enclosed for your convenience.

If you wish to appoint a proxy, the Form of Proxy must be completed and signed and lodged at the registered office of the Company (1½ Oxford Road, Kingston 5) not less than 48 hours before the time appointed for the meeting.

The Form of Proxy will bear stamp duty of J\$120.00 which may be paid by adhesive stamped and cancelled. The Company reserves the right to pay stamp duty on unstamped Forms of Proxy.

A corporate shareholder may, instead of appointing a proxy, appoint a corporate representative in accordance with Article 75 of the Company's Articles of Association.