

Notice of AGM

NOTICE IS HEREBY GIVEN that the eighty third ANNUAL GENERAL MEETING of JAMAICA PRODUCERS GROUP LIMITED (the “Company”) will be held at the **4 Fourth Avenue, Newport West, Kingston 13**, at 10:00 o’clock in the forenoon of Friday June 19, 2020 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, 2019:

RESOLUTION:

“THAT the Directors’ Report, Auditors’ Reports and Audited Financial Statements of the Company and the Group for the year ended December 31, 2019 be and are hereby adopted.”

2. To fix the remuneration of the Auditors for 2019 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 2019, be and is hereby approved.”

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

RESOLUTION:

“THAT the interim capital distribution of 15¢ per stock unit of record date December 20, 2019 be and is hereby ratified and declared final for 2019.”

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 2021.”

5. To elect Directors:

RESOLUTIONS:

- a) "THAT Mrs. Patricia Francis who retires by rotation, be and is hereby re-elected a Director of the Company."
- b) "THAT Professor Alvin Wint who retires by rotation, be and is hereby re-elected a Director of the Company."

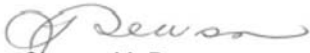
6. To fix the remuneration of Directors:

RESOLUTION:

"THAT the amount of \$14,130,000.00 shown in the Accounts for the year ended December 31, 2019 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 16, 2020

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.