

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the **EIGHTY-FIRST ANNUAL GENERAL MEETING** of Seprod Limited will be held at the **Jamaica Pegasus Hotel, 81 Knutsford Boulevard, Kingston 5 on September 21, 2020 at 11:00a.m.**, for the purpose of transacting the following business:

1. TO RECEIVE THE AUDITED ACCOUNTS AND THE REPORTS OF THE DIRECTORS AND AUDITORS

To consider and if thought fit pass the following resolution:

“THAT the Directors’ Report, the Auditors’ Report and the Audited Accounts for the year ended December 31, 2019 be and are hereby adopted.”

2. TO ELECT DIRECTORS

The Directors retiring from office by rotation pursuant to Articles 89 and 91 of the company’s Articles of Association are Messrs. Paul B. Scott, Michael Subratie, Nicholas Scott and Peter J. Thwaites who, being eligible, offer themselves for re-election.

To consider and if thought fit pass the following resolutions:

Resolution 2 (a)

“THAT the Directors retiring from office by rotation and offering themselves for re-election be elected en-bloc.”

Resolution 2 (b)

“THAT Messrs. Paul B. Scott, Michael Subratie, Nicholas Scott and Peter Thwaites be re-elected as Directors. “

3. TO FIX THE REMUNERATION OF DIRECTORS.

To consider and if thought fit pass the following resolution:

“THAT the amount shown in the Audited Accounts as Directors’ Remuneration for the year ended 31st December, 2019 be and is hereby approved.”

4. TO APPOINT AUDITORS AND AUTHORIZE THE DIRECTORS TO FIX THE REMUNERATION OF THE AUDITORS.

To consider and if thought fit pass the following resolutions:

Resolution 4 (a)

“THAT PricewaterhouseCoopers having indicated their willingness to continue in office as Auditors be re-appointed Auditors for the ensuing year.”

Resolution 4(b)

“THAT the Directors be authorized to agree on the remuneration of the Auditors.”

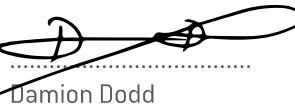
5. TO PASS A RESOLUTION FOR THE NOTICE OF ANNUAL GENERAL MEETING AND AUDITED ACCOUNTS OF THE COMPANY TO BE SENT TO THE MEMBERS IN ELECTRONIC FORMAT.

To consider and if thought fit pass the following resolution:

“THAT the Members agree to accept in electronic format, including email, Notices or any other document including Audited Accounts, required to be sent by the Company to the Members.”

6. TO TRANSACT ANY OTHER BUSINESS WHICH MAY PROPERLY BE TRANSACTED AT AN ANNUAL GENERAL MEETING.

DATED this 20th day of April, 2020
BY ORDER OF THE BOARD



Damion Dodd
Secretary

A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of him/her. A proxy need not be a member. Proxy forms must be lodged at the Company’s registered office, 3 Felix Fox Boulevard, Kingston, not less than 48 hours before the time of the meeting.