

Notice of AGM

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting of the Company will be held on Thursday, the 17th day of September 2020 at The Knutsford Court Hotel, 16 Chelsea Avenue, Kingston 10, Saint Andrew at 4:00 p.m., to consider and, if thought fit, the passing of the following resolutions:

1. To receive the Reports of the Directors and Auditors and the Audited Financial Statements of the Company for the year ended March 31, 2020.
Resolution No. 1 – Directors and Auditors Reports, and Audited Financial Statements
THAT the Reports of the Directors and Auditors and the Audited Financial Statements of the Company for the year ended March 31, 2020, be and are hereby received.
2. To declare the interim dividends paid during the year as final.
Resolution No. 2 – Dividend Payment
THAT on the recommendation of the Directors, the interim dividends paid by the Company on August 29 and November 28, 2019, and February 28, 2020 be and are hereby declared as final for the 2020 financial year.
3. Mr. Christopher Williams, Mrs. Charmaine Boyd Walker and Mr. Rex James are the Directors to retire by rotation pursuant to Article 97 of the Company's Articles of Incorporation. Mr. Rex James resigned from the Board of Directors on June 19, 2020 and in accordance with Article 93 of the Company's Articles, Ms. Justine Collins and Mr. Michael Shaw were appointed on the same date. Mr. Christopher Williams, being a Shareholder Director, has been re-appointed by Proven Investments Limited pursuant to Article 99.
Resolution No. 3 – Re-election of Directors
 - (a) THAT being eligible, Mrs. Charmaine Boyd Walker be re-elected a Director of the Company.
 - (b) THAT being eligible, Ms. Justine Collins be elected a Director of the Company until the next annual general meeting at which she will retire but shall be eligible for re-election.
 - (c) THAT being eligible, Mr. Michael Shaw be elected a Director of the Company until the next annual general meeting at which he will retire but shall be eligible for re-election.
4. To re-appoint the retiring auditors:
Resolution No. 4 – Re-appointment of Auditors
THAT KPMG, Chartered Accountants of 6 Duke Street, Kingston, having consented to continue as Auditors of the Company, be re-appointed as the Company's Auditors until the conclusion of the next Annual General Meeting of the Company AND THAT the Directors be authorized to fix their remuneration.
5. To approve the remuneration of Directors:
Resolution No. 5 – Directors' Remuneration
THAT the amount shown in the Audited Financial Statements of the Company for the year ended March 31, 2020 as remuneration paid to the Directors for their services as Directors be and is hereby approved.

BY ORDER OF THE BOARD


Sherri Murray
SECRETARY

Dated June 21, 2020

Note: Any member of the Company 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 of the Company. A proxy is prohibited to speak at the meeting unless he or she is also a member of the Company.

The attached proxy form must be completed, impressed with stamp duty of \$100 (cancelled by the person signing the proxy form) and lodged at the offices of the Company's Registrar and Transfer Agents, the Jamaica Central Securities Depository Limited, 40 Harbour Street, Kingston, not less than forty-eight (48) hours before the time appointed for holding the meeting.