

# Notice of Annual General Meeting

NOTICE is hereby given that the Annual General Meeting of SYGNUS CREDIT INVESTMENTS LIMITED (“SCI”) will be held on 15<sup>th</sup> day of December, 2020, at 11:00 a.m. at Bella Rosa Road, Gros Islet, Saint Lucia, in a hybrid format which includes a physical meeting and video conferencing, to consider and, if thought fit, pass the following resolutions:

## 1. Audited Company Accounts

### Resolution No. 1

“THAT the Audited Company Accounts for the year ended June 30, 2020, and the Reports of the Directors and Auditors, circulated with the notice convening the meeting be and are hereby adopted.”

## 2. To Ratify Interim Dividends and Declare as Final

### Resolution No. 2

“THAT the interim dividends per stock unit of US\$0.00249 paid in October 2019, the US\$0.00290 paid in April 2020, and the US\$0.00249 paid in October 2020, be treated on the recommendation of the directors as the final dividend for the financial year ended June 30, 2020.”

## 3. Election of Directors

### Resolution No. 3

- (i) In accordance with Articles 149 and 150 of the Company’s Amended and Restated Articles of Association, the directors retiring from office by rotation are Messrs. Damian Keith Chin and Peter St. George Thompson, and being eligible, offer themselves for re-election:
  - a) “THAT Mr. Damian Keith Chin, who retires by rotation in accordance with Articles 149 and 150 of the Company’s Amended and Restated Articles of Association, and, who being eligible, offers himself for re-election as a director of the Company, be re-elected a director of the Company.”
  - b) “THAT Mr. Peter St. George Thompson, who retires by rotation in accordance with Articles 149 and 150 of the Company’s Articles of Association, and, who being eligible, offers himself for re-election as a director of the Company, be re-elected a director of the Company.”
- (ii) In accordance with Article 155 of the Company’s Amended and Restated Articles of Association, Mr. Linval McDougal Freeman, having been appointed as director since the last Annual General Meeting, shall retire, and being eligible, offers himself for election:
  - c) “THAT Mr. Linval McDougal Freeman, retiring pursuant to Article 155 of the Company’s Articles of Association, and, who being eligible, offers himself for re-election as a director of the Company, be re-elected a director of the Company.”

## 4. To Approve Directors’ Remuneration

### Resolution No. 4

“THAT the amount shown in the Accounts of the Company for the financial year ended June 30, 2020, as remuneration of the directors for their services as directors, be and is hereby approved.”

## 5. To Appoint Auditors and Authorise the Directors to fix their Remuneration

### Resolution No. 5

“THAT KPMG, Chartered Accountants, having agreed to continue in office as auditors, be and are hereby appointed auditors of the Company to hold office until the next Annual General Meeting at a remuneration to be agreed by the directors of the Company.”

## 6. Special Business: Service of Notices and other Notice Documents by Electronic Means

### Resolution No. 5

“THAT pursuant to Article 204 of the Amended and Restated Articles of Association of the Company, the shareholders agree to accept notices or any notice documents, required to be sent by the Company in electronic format.”

By Order of the Board

Dated the 21<sup>st</sup> day of October, 2020.



Secretary

### Note to Members

1. A member may be represented at a meeting by a proxy who may speak and vote on behalf of the member. A proxy need not be a member of the Company.
2. If you are unable to attend the meeting in person, a Form of Proxy is enclosed for your convenience. The Form of Proxy should be delivered to the Registered Office of the Company, or in respect of members resident in Jamaica, at Unit 28, 80 Lady Musgrave Road, Kingston 10, Saint Andrew, Jamaica, not less than 48 hours before the time appointed for the meeting. The Form of Proxy may also be emailed to [sci@sygnusgroup.com](mailto:sci@sygnusgroup.com).
3. A corporation may execute a Form of Proxy under the hand of a duly authorised officer or attorney of the company, with the seal of the company affixed.
4. The Form of Proxy shall bear the stamp duty of J\$100.00. The stamp duty may be paid by adhesive stamp(s) to be cancelled by the person executing the proxy form.
5. **For members in Jamaica, a satellite location will be at the Terra Nova All-Suite Hotel, 17 Waterloo Road, Kingston 10. The meeting will commence at 10 o'clock Jamaica time.**
6. Given government-mandated social distancing guidelines, in-person participation may be restricted. As such, members who will be attending in person are encouraged to register prior to the date of the meeting. An email with the link for registration will be sent to members.