

TRANSJAMAICAN HIGHWAY LIMITED

Explanatory Circular to Stockholders

Dated: October 28, 2020

To: Stockholders of Transjamaican Highway Limited (“TJH”)

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION: If you are in doubt about the action you should take, you should immediately consult your securities dealer, attorney-at-law, investment adviser, banker or other independent financial adviser authorised to provide financial advice.

If you have sold or otherwise transferred all your stock units in TJH, please hand this document together with the accompanying **Notice of the Annual General Meeting** and **Proxy Form** to the purchaser or transferee, or the securities dealer or other agent through whom the sale or transfer was effected, for transmission to the purchaser or transferee.

Notice of Annual General Meeting
and
Explanatory Circular to Stockholders



This document should be read as a whole. Your attention is drawn to the letter from the Chairman of Transjamaican Highway Limited (“the Company”) which is attached hereto and which recommends that you vote in favour of the resolutions to be proposed at the Annual General Meeting.

Your attention is drawn to the accompanying **Notice of Annual General Meeting** of the Company to be held at 10 a.m. on November 24, 2020 at the Jamaica Pegasus Hotel, 81 Knutsford Boulevard, Kingston 5. A **Proxy Form** for use at the Annual General Meeting is enclosed with the Notice.

To be valid, the Proxy Form should be completed, signed and returned in accordance with the instructions printed thereon as soon as possible and, in any event, so as to reach the Company’s Registrar (Jamaica Central Securities Depository Limited, 40 Harbour Street, Kingston (“JCS”) not later than 48 hours before the AGM. The Proxy Form may be returned to JCS (i) by post or (ii) by hand or (iii) electronically via e-mail to: tjhighway@h2k-tjh.com or Facsimile at: (876) 969-3730.

Completion and return of a Proxy Form will not preclude the stockholder from attending and voting at the Annual General Meeting should he choose to do so but such attendance would nullify the proxy appointment. Further instructions relating to the Proxy Form are set out in the Notice of Annual General Meeting.