

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Forty Third Annual General Meeting of Barita Investments Limited (the "Company") will be held on Friday, April 23, 2021 at 10:00 a.m. at the AC Marriott Hotel, 38-42 Lady Musgrave Road, Kingston 5, in the parish of Saint Andrew or virtually in accordance with an order the Company expects to receive from the Supreme Court, to consider and if thought fit pass the following resolutions:

ORDINARY BUSINESS

Ordinary Resolutions

1. To receive and consider the Directors' Report and Financial Statements for the year ended September 30, 2020, and the Report of the Auditors thereon.

Resolution 1

"THAT the Audited Accounts together with the Reports of the Directors and the Auditors circulated with the Notice convening the Meeting be and are hereby adopted."

2. To approve and ratify the Interim Dividend Payments and declare them final.

Resolution 2

"THAT the interim dividend per stock unit of \$2.216 paid on October 7, 2020 be treated on the recommendation of the Directors as the final dividend for the financial year ended September 30, 2020."

3. Election of Directors.

Article 93 of the Articles of Incorporation provides that one-third of the Board or if the number is not three or a multiple of three then the number nearest to one-third shall retire from office at each Annual General Meeting. The Directors retiring under this Article are **Paul Simpson, Carl Domville and James Godfrey** who being eligible, offer themselves for re-election.

The proposed resolutions are therefore as follows:

Resolution 3(a)

"THAT Director **Paul Simpson** who retires by rotation and being eligible for re-election be and is hereby re-elected a Director of the Company."

Resolution 3(b)

"THAT Director **Carl Domville** who retires by rotation and being eligible for re-election be and is hereby re-elected a Director of the Company."

Resolution 3(c)

"THAT Director **James Godfrey** who retires by rotation and being eligible for re-election be and is hereby re-elected a Director of the Company."

4. To appoint Auditors and authorize the Directors to fix the remuneration of the Auditors.

Resolution 4

"THAT BDO, having agreed to continue to serve as Auditors, be and are hereby appointed Auditors of

Barita Investments Limited, to hold office until the conclusion of the next Annual General Meeting, at a remuneration to be fixed by the Directors of the Company.”

5. To approve Directors’ Remuneration

Resolution 5

“**THAT** the amount included in the Audited Accounts of the Company for the year ended September 30, 2020 as remuneration for their services as Directors be and is hereby approved.”

6. To consider any other Resolution(s) in respect of any other business which can be transacted at an Annual General Meeting.

Dated this 28th day of January 2021

By Order of the Board



Malindo Wallace
Company Secretary
Registered Office
15 St. Lucia Way
Kingston 5

Please note - A member entitled to attend and vote at the above-mentioned meeting is entitled to appoint one or more proxies to attend and on a poll to vote in his stead. Such proxy must be lodged at the Company’s Registered Office no less than forty-eight hours before the time appointed for the meeting. The Proxy Form shall bear the stamp duty of J\$100.00. A proxy need not be a member. The stamp duty may be paid by adhesive stamp(s) to be cancelled by the person executing the Proxy Form. A suitable form of proxy is enclosed for convenience.