

Notice of Annual General Meeting - AGM

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of Indies Pharma Jamaica Limited (the "Company") will be held on Thursday, May 27, 2021 at 10:30 a.m. at the Indies Pharma Distribution Center, Bioprist HQ Building, 1A Pimento Way, Freeport, Montego Bay, St. James to consider and, if thought fit, pass the following resolutions:

SPECIAL RESOLUTIONS

1. Amendment to the articles of incorporation

To approve the adoption of the amended Articles of Incorporation of the Company if there are any?

"To approve the adoption of any special resolution"

ORDINARY RESOLUTIONS:

1. RECEIPT OF AUDITED ACCOUNTS

To receive and approve the Audited Financial Statements for the financial year of the company ended October 31, 2020 together with the reports of the Directors and Auditors therein.

"That the Audited Accounts for the financial year of the Company ended October 31, 2020, together with the Reports of the Directors and Auditors thereon be and are hereby adopted."

2. TO ELECT DIRECTORS.

The Directors retiring by rotation in accordance with Regulation 99 of the Company's Articles of Association are Lissant Mitchell, Kevin Donaldson, Dr. Trevor McCartney and Dev Singh, being eligible for re-election offers themselves for re-election.

"That the Directors retiring by rotation, be re-elected as Directors of the Company by a single resolution."

"That. Lissant Mitchell, Kevin Donaldson, Dr. Trevor McCartney and Dev Singh, are hereby re-elected as Directors of the Company."

3. DIRECTORS REMUNERATION:

To authorize the Board of Directors to approve the Remuneration of the Directors. The Company is asked to consider, and if thought fit, to pass the following resolution:

"That the amount shown in the Audited Accounts for the year ended October 31, 2020 as fees to the Directors for services as Directors' be and is hereby approved".

4. APPOINTMENT AND REMUNERATION OF AUDITORS

"That the Board of Directors are hereby authorized to appoint BDO CHARTERED ACCOUNTANTS, Auditors of the Company to hold office until the next fiscal year 2021 / Annual General Meeting and to authorize the Directors to fix their remuneration".

5. OTHER ROUTINE BUSINESS

To deal with any other business that is considered routine and appropriate for the Annual General Meeting.

"To transact any other ordinary business of the Company that can be transacted at an Annual General Meeting".

Dated this
21st Day of FEBRUARY 2021

By Order of The Board



VENICE WILLIAMS-GORDON (Mrs.)
Company Secretary

Form of PROXY

INDIES PHARMA JAMAICA LIMITED

*Reg. office: Unit 5 Trade Center, Catherin Hall, Howard
Cooke Boulevard Montego Bay, Jamaica (West Indies).*

I/We _____ of _____
in the Parish of _____ being member/members of the
above named company hereby appoint _____ of
_____ or failing him/he _____ of
_____ as my/our proxy to vote for me/us and on my/our behalf at the Annual General
Meeting of the Company to be held at the Indies Pharma Distribution Center, Bioprist HQ Building, 1A Pimento Way,
Freeport, Montego Bay, St. James on Thursday, May 27, 2021 at 10:30 a.m. and at any adjournment thereof.
Signed this _____ day of _____ 2021
Signature _____

Notes:

1. An instrument appointing a proxy, shall, unless the contrary is stated thereon be valid as well for any adjournment of the meeting as for the meeting to which it relates and need not be witnessed.
2. If the appointer is a corporation, this form must be under its common seal or under the hand of an officer or attorney duly authorized in writing.
3. In the case of joint holders, the vote of the senior will be accepted to the exclusion of the votes of others, seniority being determined by the order in which the names appear on the register.
4. To be valid, this form must be received by the Registrar of the Company at the address given below not less than 48 hours before the time fixed for holding the meeting or adjourned meeting.
5. The proxy form should bear stamp duty of One Hundred dollars (\$100.00) which may be in the form of adhesive stamp duly cancelled by the person signing the proxy form.

REGISTRAR AND TRANSFER AGENTS

SAGICOR BANK JAMAICA LIMITED

R.Danny Williams Building, Pedestrian Mall, Ground Floor 28-48 Barbados Avenue, Kingston 5, Jamaica.