

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the **EIGHTH ANNUAL GENERAL MEETING** of **JMMB GROUP LIMITED** (the “Company”) will be held on **WEDNESDAY, SEPTEMBER 22, 2021** at **10:30 a.m. (Jamaica)** in a **hybrid format via electronic platform*** in accordance with the order of the Supreme Court of Judicature of Jamaica dated **31st May 2021 in Claim SU 2021 CD 00196** (the “Court Order”, a copy of which is attached to this Notice) to consider, and if thought fit, to pass the following ordinary resolutions:

1. TO RECEIVE THE REPORTS OF THE DIRECTORS AND AUDITORS AND THE AUDITED ACCOUNTS FOR THE TWELVE (12) MONTHS ENDED MARCH 31, 2021.

“THAT the Reports of the Directors and Auditors and the Audited Accounts for the year ended March 31, 2021, circulated with the Notice convening the meeting, be adopted”.

2. TO RATIFY INTERIM DIVIDEND PAYMENTS AND DECLARE THEM FINAL.

“THAT the interim dividend of Twenty Five Cents (25¢) paid on December 21, 2020, be and is hereby ratified and declared as final and that no further dividend be paid in respect of the year under review.”

3. TO RE-APPOINT DIRECTORS

The directors retiring from office by rotation pursuant to Article 105 of the company’s Articles of Incorporation are Mrs. Donna Duncan-Scott, Mr. Hugh Duncan, Mr. Dennis Harris, Mr. Wayne Sutherland and Ms. Patria-Kaye Aarons who being eligible offer themselves for re-election.

To consider and (if thought fit) pass the following resolutions:

(a) “THAT Mrs. Donna Duncan-Scott be and is hereby re-elected a Director of the Company.”

(b) “THAT Mr. Hugh Duncan be and is hereby re-elected a Director of the Company.”

(c) “THAT Mr. Dennis Harris be and is hereby re-elected a Director of the Company.”

(d) “THAT Mr. Wayne Sutherland be and is hereby re-elected a Director of the Company.”

(e) “THAT Ms. Patria-Kaye Aarons be and is hereby re-elected a Director of the Company.”

4. TO APPOINT AUDITORS AND AUTHORISE THE DIRECTORS TO FIX THE REMUNERATION OF THE AUDITORS

“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 end of the next Annual General Meeting at a remuneration to be fixed by the Directors of the Company.”

5. TO APPROVE DIRECTORS’ REMUNERATION

“THAT the amount included in the Audited Accounts of the Company for the year ended March 31, 2021, as remuneration for their services as Directors be and is hereby approved.”

Dated this 28th day of July 2021.

By Order of the Board



Carolyn DaCosta
Secretary

REGISTERED OFFICE
6 Haughton Terrace
Kingston 10, Jamaica.

NB: A member entitled to vote at the meeting is entitled to appoint a Proxy to attend and vote in his stead. A Proxy need not be a member of the Company. Enclosed is a Proxy Form for your convenience, which must be lodged at the Company’s Registered Office at least forty-eight (48) hours before the time appointed for holding the meeting. The Proxy Form 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.

*** the details of the various methods of accessing the meeting online will be shared shortly via our website and in daily newspapers at least 21 days before the Annual General Meeting.**