

## TO COMMON SHAREHOLDERS OF PRODUCTIVE BUSINESS SOLUTIONS LIMITED

### NOTICE OF SPECIAL MEETING

COMPANY NO. 34076

**NOTICE IS HEREBY GIVEN THAT** a Special Meeting of the holders of Common Shares of Productive Business Solutions Limited (the “**Company**”) will be held, on February 10, 2022 at the hour of 10:00 a.m. (Barbados time) in the morning (the “**Special Meeting**”), in a **virtual format** whereby shareholders may participate electronically in the Special Meeting for the following purposes:

To consider and, if thought advisable, pass, with or without variation, the following resolutions as special resolutions:

- a. That the Restated Articles of Incorporation of the Company be and they are hereby amended substantially in the form of the Articles of Amendment attached to this resolution as Appendix **A** and that the Board of Directors be authorized to make any further changes as may be necessary or required in order to effect the registration of the Articles of Amendment with the Corporate Affairs and Intellectual Property Office, Barbados;
- b. Any director of the Company be and is authorized to do all things necessary or desirable to effect such amendment of the Articles including the execution and delivery to the Corporate Affairs and Intellectual Property Office of the Articles of Amendment for such purpose.

The record date for determining the shareholders of the Company entitled to receive notice of, to attend and vote at the Special Meeting has been fixed as the close of business on January 19, 2022. This notice is accompanied by a proxy circular and a form of proxy at Appendix “A”.

Registered shareholders of the Company are invited to attend the Meeting, and each shareholder who is unable to attend the Special Meeting is requested to date, complete, sign and return the accompanying form of proxy. Proxies must be received by the Registrar of the Company, The Jamaica Central Securities Depository (JCSD) at 40 Harbour Street, Kingston, Jamaica OR Productive Business Solutions Limited, Facey House, #42 Warrens Industrial Park, Warrens, St. Michael, Barbados or by email to [andres.ibanez@grouppbs.com](mailto:andres.ibanez@grouppbs.com) no later than 4:30 p.m. (Barbados time on February 8, 2022 (or, if the Meeting is adjourned, 4:30 p.m. (Barbados time) on the business day immediately prior to the date of the adjourned or postponed Meeting). Shareholders who return completed proxies are not precluded from participating virtually at the Special Meeting instead of their proxies and voting via that medium if subsequently they wish to do so.

Non-registered shareholders, being shareholders whose common shares are registered and held in the name of an intermediary (such as a broker, financial institution, trustee, custodian or other nominee) should consult with their intermediary on the question of voting at the Special Meeting or request a proxy form from their intermediary to appoint themselves as proxy holders to vote the common shares that are held through their intermediary.

Dated the 20<sup>th</sup> day of January, 2022

By Order of the Board

A handwritten signature in black ink, appearing to be 'Jose Misrahi', written over a light grey rectangular background.

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Director: Jose Misrahi  
**PRODUCTIVE BUSINESS SOLUTIONS  
LIMITED**

## NOTES FOR THE SPECIAL MEETING

Due to the ongoing COVID-19 pandemic and the enactment of the Emergency Management (Covid-19) (Curfew) Directive, 2022 on January 8, 2022, the Special Meeting (“Special Meeting”) will be held **virtually** pursuant to section 103(4) of the Companies Act, Cap. 308 of the laws of Barbados. A shareholder will therefore not be able to attend the Special Meeting in person and may only attend the Special Meeting by observing and listening to the proceedings of the Special Meeting by electronic means. Shareholders on record as at January 19, 2022 and duly appointed proxy holders may participate virtually using a computer or other device connected to the internet. The meeting shall be recorded as held in Barbados and shall be subject to the laws of Barbados.

All Shareholders on the Record Date who wish to attend the Special Meeting and to participate by voting or submitting questions, **must** pre-register to participate by contacting the Company by email at [andres.ibanez@grouppbs.com](mailto:andres.ibanez@grouppbs.com) or telephone 305 477 2652. Shareholders must register by close of business on February 8, 2022.

Registered Shareholders will receive an email with the meeting link and password which should not be shared that will enable access to the Special Meeting. Once you have submitted your proxy form, you must take the additional step of registering your proxy holder so that the proxy holder can obtain login access to virtually attend, participate and vote at the Special Meeting.

We recommend the use of a high-speed internet connection and a fully charged mobile device. If on a wi-fi network, limit the amount of video streaming from other devices.

The Company is **not** responsible for the reliability of Shareholders’ devices or internet connection speed.

### ELECTRONIC VOTING

Voting will be conducted electronically by selecting the raise hand feature.

### QUESTIONS

Shareholders may ask questions by typing and submitting their question in chat.

Shareholders may submit questions in advance of the Special Meeting via email to [andres.ibanez@grouppbs.com](mailto:andres.ibanez@grouppbs.com) at least seven (7) days prior to the Special Meeting. Those frequently asked questions will be addressed upon receipt prior to the Special Meeting, depending on the nature of the question, or alternatively will be addressed at the Special Meeting during the Chairman’s Opening Remarks or by either the Chief Executive Officer or the Chief Financial Officer.