



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Third Annual General Meeting of **THE LIMNERS AND BARDS LIMITED** ("The LAB") will be held on **July 20, 2022 at 10:00 a.m.** at **Terra Nova All Suite Hotel, 17 Waterloo Road, Kingston 10, Jamaica** and/or virtually to consider and, if thought fit, to pass the following resolutions:

1. Audited Accounts

Resolution No. 1 – Directors' Report, Auditors Reports and Audited Financial Statements

"THAT the Audited Accounts for the year ended October 31, 2021 and the Reports of the Directors and Auditors, circulated with the Notice convening the Meeting, be and are hereby received and adopted."

2.Dividend

Resolution No. 2 – To ratify that the Ordinary and Special dividends paid on January 31, 2022 as final for the year ended October 31, 2021.

"THAT as recommended by the Directors, the final dividends of \$0.0133 per stock as Ordinary Dividend and \$0.038 per share as Special Dividend, paid on January 31, 2022 be and are hereby ratified and declared as final and no further dividend be paid with respect to the year ended October 31, 2021."

3. Re-election of Directors

Article 101 of the Company's Article of Incorporation provides that at every Annual General Meeting one-third of the Directors are subject to retirement for the time being, or, if their number is not three or a multiple of three, then the number nearest to one-third, shall retire from office. The Directors to retire by rotation pursuant to this Article are Mr. Michael Bennett, Ms. Maxine Walters and Ms. Tashara -Lee Johnson, who all being eligible, offer themselves for re-election.

Resolution No. 3 – Re-election of Directors

Resolution No. 3a

"THAT Mr. Michael Bennett be and is hereby re-elected as a Director of the Company."

Resolution No. 3b

"THAT Ms. Maxine Walters be and is hereby re-elected as a Director of the Company."

Resolution No. 3c

"THAT Ms. Tashara- Lee Johnson be and is hereby re-elected as a Director of the Company."

4. Directors' Remuneration

Resolution No. 4 – Directors' Remuneration

"THAT the amount shown in the Audited Accounts of the Company for the year ended October 31, 2021 as remuneration paid to the Directors for their services as Directors be and is hereby approved."

5.Appointment of Auditors and their Remuneration:

Resolution No. 5 – Appointment of Auditors and their Remuneration

"THAT Hall Wilson & Associates, Chartered Accountants of 52B Molynes Road, Kingston 10, having signified their willingness to serve, continue in office as Auditors of the Company, until the conclusion of the next Annual General Meeting, at a remuneration to be agreed by the Directors."

BY ORDER OF THE BOARD

SIGNED



Michael Bennett
COMPANY SECRETARY
Dated March 14 ,2022

NOTES:

1. A member eligible to attend and vote at a General Meeting is entitled to appoint another person as his/her proxy to attend and vote instead of him/her. A proxy, so appointed, need not be a member of the Company.
2. All members are entitled to attend and vote at the meeting.
3. Enclosed is a form of proxy which must be deposited with the Secretary, at the Registered Office of the Company (69-75 Constant Spring Road, Kingston 10) or the Registrar, Jamaica Central Securities Depository ("JCSD"), 40 Harbour Street, Kingston, not less than forty-eight (48) hours before the time appointed for holding the meeting.