

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE TENTH ANNUAL GENERAL MEETING of the Company will be held at McNamara Corporate Services Inc., Bella Rosa Road, Gros Islet, Saint Lucia on Friday, May 26, 2023 at 10:30 a.m. and accommodated virtually to consider and, if thought fit, pass the following Resolutions:

1. To receive the Audited Accounts and Reports of the Directors and Auditors for the year ended December 31, 2022.

Resolution No. 1

"THAT the Audited Accounts and the Reports of the Directors and Auditors for the year ended December 31, 2022 be and are hereby adopted."

2. To elect Directors:

Resolution No. 2

"That the election of directors be made en bloc."

Resolution No.3

- a. Article 102 of the Company's Articles of Association provides that one-third of the directors or if their 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 Directors Vinay Walia and Colin Steele who, being eligible, offer themselves for re-election.

"THAT Messrs. Vinay Walia and Colin Steele who retire by rotation and being eligible, offer themselves for re-election; be and are hereby re-elected as Directors of the Company en bloc."

- b. Article 108 of the Company's Articles of Association provides that the Directors shall have power at any time and from time to time to appoint any person to be a Director, either to fill a casual vacancy or as an addition to the existing Directors. Accordingly, Director Carlton Barclay who was appointed by the Board of Directors since the last Annual General Meeting to fill a casual vacancy, retires and being eligible, offers himself for re-election.

"THAT Mr. Carlton Barclay who retires having been appointed to fill a casual vacancy since the last

Annual General Meeting and being eligible, offers himself for re-election; be and is hereby elected as a Director of the Company."

3. To fix the remuneration of the Directors

Resolution No. 4

"THAT the amount of \$13,853,000.00 included in the Audited Accounts of the Company for the year ended December 31, 2022 as remuneration for their services as Directors be and is hereby approved."

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

Resolution No. 5

"THAT, PricewaterhouseCoopers Eastern Caribbean, Chartered Accountants, having agreed to continue in office as Auditors for the Company to hold office, be and are hereby appointed Auditors for the Company to hold office until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Directors of the Company."

Dated the 31st day of March 2023

BY THE ORDER OF THE BOARD



MCSI Inc.
Corporate Secretary

Note: A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a member. Proxy Forms must be lodged with the Company Secretary, MCSI Inc. at its registered offices at 20 Micoud Street, Castries, St. Lucia not less than 48 hours before the time of the meeting.

A Form of Proxy is enclosed for your convenience.