

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the ANNUAL GENERAL MEETING of the Company will be held at the **Terra Nova Hotel – Venetian Room, 17 Waterloo Road, Kingston 10, Jamaica on Friday, July 28, 2023 at 10.00 A.M.**, to consider and if thought fit to pass the following Ordinary Resolutions:

RESOLUTION 1

To receive the Reports of the Directors and Auditors and the Audited Accounts for the twelve (12) months ended February 28, 2023.

“THAT the Audited Accounts and the Reports of the Directors and Auditors for the year ended February 28, 2023, circulated with the notice convening the meeting be and are hereby adopted”.

RESOLUTION 2

To ratify interim dividend payments and declare them final.

“THAT the interim dividends of \$29.21 per share paid on November 30, 2022 and \$0.06 per share paid on June 21, 2023, be and are hereby ratified and declared as final and that no further dividend be paid in respect of the year under review.”

RESOLUTION 3

To Re-Appoint Directors retiring by rotation pursuant to Article 105.

The directors retiring from office by rotation pursuant to Article 105 of the Company’s Articles of Incorporation are Directors Dr Karlene McDonnough, Dr Lilieth A. Bridgewater, Dr Gordon Bradshaw who being eligible offer themselves for re-election.

(a) “THAT Dr Karlene McDonnough who retires by rotation and is eligible for re-election be and is hereby re-elected a Director of the Company”;

(b) “THAT Dr Lilieth A. Bridgewater who retires by rotation and is eligible for re-election be and is hereby re-elected a Director of the Company”;

(c) “THAT Dr Gordon Bradshaw who retires by rotation and is eligible for re-election be and is hereby re-elected a Director of the Company”.

RESOLUTION 4

Election of other retiring Director(s) pursuant to Article 106.

Director Karl Townsend was appointed by the Board of Directors as an addition to the Board since the last Annual General Meeting, and therefore retires at this Annual General Meeting in accordance with Article 106 of the Company’s Articles of Incorporation, and being eligible, offers himself for re-election.

“That Director Karl Townsend, who retires pursuant to Article 106 of the Articles of Incorporation of the Company, and is eligible for re-election, be and is hereby re-elected a Director of the Company”.

RESOLUTION 5

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

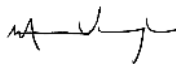
“THAT HLB Mair Russell, Chartered Accountants having agreed to continue in office as auditors, be and are hereby re-appointed auditors of the Company to hold office until the next annual general meeting at a remuneration to be fixed by the Directors of the Company”.

RESOLUTION 6

To approve Directors’ Remuneration.

“That the amount included in the Audited Accounts of the Company for the year ended February 28, 2023 as remuneration for their services as Directors be and is hereby approved.”

Dated this 26th day of June 2023
By Order of the Board



Dr. Marian Allison-Vaughan
Company Secretary

REGISTERED OFFICE: 2a Molynes Road, Kingston 10.

NB: A member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote in his /her stead. A Proxy need not be a member of the Company.

If you are unable to attend, we enclose a Form of Proxy for your convenience. This should be complete and deposited with the Secretary at the Registered Office of the Company at 2a Molynes Road, Kingston 10 no less than forty-eight (48) hours before the time appointed for holding the meeting. The Form of Proxy shall bear the stamp duty of \$100.00. The stamp duty may be paid by adhesive stamp(s) to be cancelled by the person executing the Proxy.



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