

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2023 Annual General Meeting of the shareholders of FosRich Company Limited ("the Company"), will be convened on Tuesday, June 20, 2023, at 79 Molynes Road, Kingston 10, Jamaica, and on Zoom, at 2:30 p.m. for the following purposes :

ORDINARY BUSINESS

1. To receive the Directors' Report, the Auditor's Report and the Audited Financial Statements of the Company for the financial year ended December 31, 2022.

To consider and if thought fit pass **Ordinary Resolution#1**

"That the Audited Financial Statements for year ended December 31, 2022, together with the Auditor's Report and the Report of the Directors of the Company be hereby received and adopted."

2. To retire one-third of the Directors by rotation in accordance with Article#98 and re-elect the retiring Directors as provided by Article#99 of the Company's Articles of Incorporation and to elect Marva Chang who was appointed a Director, subsequent to the last Annual General Meeting and being eligible is offering herself for election. The Directors retiring in 2023 are Steadman Fuller and Ian Kelly and being eligible are offering themselves for re-election.

To consider and if thought fit pass **Ordinary Resolution#2a.**

"That Steadman Fuller retires by rotation and being eligible is re-elected to continue to serve as Director of the Company for the ensuing year."

To consider and if thought fit pass **Ordinary Resolution#2b.**

"That Ian Kelly retires by rotation and being eligible is re-elected to continue to serve as Director of the Company for the ensuing year."

To consider and if thought fit pass **Ordinary Resolution#2c.**

"That Marva Chang retires, having been appointed a Director, subsequent to the last Annual General Meeting and being eligible is elected to continue to serve as Director of the Company for the ensuing year."

3. To ratify the dividend declared and paid by the Company for the year ended December 31, 2022.

To consider and if thought fit pass **Ordinary Resolution#3.**

"That a dividend declared of \$0.012 per share and paid on December 6th, 2022, to the shareholders on record as at November 18th, 2022, by the Company, be approved as the final dividend for 2022 at the date of the Annual General Meeting."

4. To re-appoint the Auditors and authorize the Board of Directors to fix their remuneration.

To consider and if thought fit pass **Ordinary Resolution#4.**

"That Messrs. Crooks Jackson Burnett, Chartered Accountants of, The Business District, 19 Cargill Avenue, Kingston 10, Jamaica, having agreed to continue in office as Auditor be and are hereby re-appointed 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 this 21st day of March 2023

BY ORDER OF THE BOARD



Company Secretary

Registered Office: 79 Molynes Road, Kingston 10, Jamaica

Registrar: Jamaica Central Securities Depository Limited, 40 Harbour Street, Kingston.

Notes:

1. A member entitled to attend and vote at this Annual General 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.
2. A Proxy Form is enclosed at the back of the annual report for your convenience.
3. Members can also download a proxy form from the Company's website (www.fosrich.com).
4. A Director and the Company Secretary are required to sign the proxy form of a corporate member under the common seal of that Company.
5. Amendments made to the proxy form must be initialled by the member(s) signing.
6. In the case of joint holders, any member may sign the proxy form to the exclusion of the other joint holder(s).
7. The completed form must be properly executed, stamped and together with the power of attorney or other documents appointing the proxy, must be deposited with the Secretary at the Registered Office of the Company at 79 Molynes Road, Kingston 10, no later than 2:30 p.m. Friday 16th June 2023.
8. The Proxy Form shall bear stamp duty in the amount of \$100.00 by way of postal adhesive stamp(s) which is to be cancelled by the person signing the form.
9. Voting virtually on the Zoom platform during the meeting will not be accommodated. Members attending virtually, and wishing to vote, must therefore submit a Proxy Form

MEETING ACCESS

Connection information for virtual access to the Hybrid Annual General Meeting is as follows:

Join Zoom Meeting

Topic: Annual General Meeting

Time: Jun 20, 2023, 02:30 PM Bogota

<https://us02web.zoom.us/j/83892558993?pwd=K0o0M09xZW5QSU12TzhnY3I2MUtNUT09>

Meeting ID: 838 9255 8993

Passcode: 328041