

**NOTICE OF THE ANNUAL GENERAL MEETING  
138 STUDENT LIVING JAMAICA LIMITED**

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of **138 STUDENT LIVING JAMAICA LIMITED** (the Company) will be held on **Tuesday, March 5, 2024, at 10:00 am** at Legacy Suite, Jamaica Pegasus Hotel, 81 Knutsford Boulevard to consider and, if thought fit, to pass the following resolutions:

1. To receive the report of the Directors and the Audited Financial Statements for the year ended 30 September 2023 and if thought fit pass the following resolution:

**Resolution No. 1**

“That the Directors’ Report, the Auditor’s Report and the Statements of Account for the year ended 30 September 2023 be and are hereby received and adopted.”

2. To ratify the declaration of dividends:

**Resolution No. 2**

“That the interim dividend for the year ended September 30 , 2023 of \$0.13 per share of record date January 6, 2023 and paid on February 23, 2023 be declared final and is hereby ratified.”

3. To consider and if thought fit pass the following resolution:

Pursuant to Article 102 of the Company’s Articles of Incorporation, “1/3 of the Directors subsequent to the first Annual General Meeting of the Company shall retire every year.”

**Resolution No. 3**

To consider and if thought fit pass the following resolutions:

- a) That Director Mr. Peter Pearson retiring by rotation and being eligible for re-appointment be and is hereby re-elected a Director of the Company.
  - b) That Director Mr. Ivan Carter retiring by rotation and being eligible for re-appointment be and is hereby re-elected a Director of the Company.
  - c) That Director Ms. Brenda Lee-Martin retiring by rotation and being eligible for re-appointment be and is hereby re-elected a Director of the Company.
4. To consider and if thought fit pass the following resolution:

Pursuant to Article 108 of the Company’s Articles of Incorporation that any new director shall hold office until the next following annual general meeting.

**Resolution No. 4**

To consider and if thought fit pass the following resolutions:

- a) That Donnette Scarlett be retired and is hereby re-elected a Director of the Company.
- b) That Mark Chisholm be retired and is hereby re-elected a Director of the Company.

5. To fix the remuneration of the Directors or to determine the manner in which such remuneration is to be fixed. To consider and if thought fit pass the following resolution:

**Resolution No. 5**

“That the Directors be and are hereby authorized to fix their remuneration for the ensuing year.”

6. To appoint the Auditors and authorize the Directors to fix the remuneration of the Auditors:

**Resolution No. 6**

“That the remuneration of the Auditors, BDO, who have signified their willingness to continue in office, be such as may be agreed between the Directors of the Company and the Auditors.”

BY ORDER OF THE BOARD



**Stephen Greig**  
**Company Secretary**

A Member entitled to attend and vote at this meeting may appoint a Proxy to attend and vote in his/her stead. A Proxy need not also be a Member of the Company.

Enclosed is a Proxy Form for your convenience, which must be lodged at the Company's Registered Office at least forty-eight hours before the time appointed for holding a meeting.

The Proxy Form to be valid shall bear the stamp duty of \$100.00 and shall be signed. The stamp duty may be paid by adhesive stamp(s) to be cancelled by the person executing the Proxy.