

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting of Caribbean Producers (Jamaica) Limited Group will be held at at Sunscape Splash, Sunset Drive, Freeport, Montego Bay, St. James, on Monday February 13, 2017 at 3:00 p.m. for shareholders to consider, and if thought fit, to pass the following resolutions:

Ordinary Resolutions

1. To receive the Reports of Directors and Auditors and the audited accounts of the Company for the financial year ended 30th June 2016.

To consider and (if thought fit) pass the following resolution:

"THAT the Reports of the Directors and Auditors and the Audited Accounts of the Company for the year ended 30 June, 2016 be adopted".

2. To declare the interim dividend paid on 8 February 2016 as final for the year under review.

To consider and (if thought fit) pass the following resolution:

"THAT the interim dividend of \$0.06 paid on 8th February 2016 to shareholders be declared as final for the year under review.

3. In accordance with Article 102 of the Company's Articles Incorporation, Mr. Richard Mark Hall, Ms. Jan Marie Polack and Ms. Camille Shields, retire from office by rotation and being eligible offer themselves for re-election.

To consider and (if thought fit) pass the following resolutions:

- (a) "THAT Mr. Richard Mark Hall who retires by rotation and being eligible for re-election be and is hereby re-elected a Director of the Company".
- (b) "THAT Ms. Jan Marie Polack who retires by rotation and being eligible for re-election be and is hereby re-elected a Director of the Company".
- (c) "THAT Ms. Camille Shields who retires by rotation and being eligible for re-election be and is hereby re-elected a Director of the Company".

4. In accordance with Article 110 of the Company's Articles Incorporation, the following directors having been appointed during the year retire and are eligible for re-election.

- (a) "THAT Christopher Berry, having been appointed on 1 December 2015 to fill a casual vacancy, retires and, being eligible, hereby offers himself for re-election.

Be it resolved that Mr. Christopher Berry be and is hereby re-elected a Director of the Company".

- (b) "THAT Mark Konrad Berry, having been appointed on 1 December 2015 to fill a casual vacancy, retires and, being eligible, hereby offers himself for re-election.

Be it resolved that Mr. Mark Konrad Berry be and is hereby re-elected a Director of the Company".

- (c) "THAT Dr. David Lowe, having been appointed on 9 May 2016 to fill a casual vacancy, retires and, being eligible, hereby offers himself for re-election.

Be it resolved that Dr. David Lowe be and is hereby re-elected a Director of the Company"

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

To consider and (if thought fit) pass the following resolution:

"THAT KPMG, Chartered Accountants, having agreed to continue in office as auditors, be and are hereby 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"

6. To fix the remuneration of the Directors.

To consider and (if thought fit) pass the following resolution:

"THAT the amount included in the Audited Accounts of the Group for the year ended June 30, 2016, as remuneration for their services as Directors be and is hereby approved."

Dated this 28 day of October 2016

By Order of the Board



Theresa Chin
Company Secretary

The following document accompanies the Notice of Annual General Meeting:

A form of proxy. A shareholder who is entitled to attend and vote at the Annual General Meeting of the company may appoint one or more proxies to attend in his/her place. A proxy need not be a shareholder of the company. All completed original proxy forms must be deposited together with the power of attorney or other document accompanying the proxy at the registered office of the company at least 48 hours before the Annual General Meeting.