

Notice Of 46th Annual General Meeting

NOTICE IS HEREBY GIVEN that the Forty-sixth (46th) Annual General Meeting of the Jamaica Stock Exchange (“the Company”) will be called and held at the Jamaica Stock Exchange, 40 Harbour Street, Kingston on **Thursday, June 22, 2023**, commencing at 1:00 p.m. for the following purposes:

ORDINARY RESOLUTIONS

As ordinary business of the Company, to consider, and if thought fit, to pass the following ordinary resolutions:

- 1. Resolution No. 1 – 2022 Audited Financial Statements**
THAT the Directors' Report, the Auditors' Report, and the Audited Financial Statements for the Company and its subsidiaries (the Group) for the year ended December 31, 2022, circulated with the Notice convening the Annual General Meeting, be and are hereby adopted.
- 2. Resolution No. 2 – Re-election of Directors**
THAT Miss Dian Black, a director retiring by rotation and being eligible, has offered herself for re-election, be and is hereby re-elected a Director of the Company.
- 3. Resolution No. 3 – Re-election of Directors**
THAT Mr. Jason Chambers, a director retiring by rotation and being eligible, has offered himself for re-election, be and is hereby re-elected a Director of the Company.
- 4. Resolution No. 4 – Re-election of Directors**
THAT Mr. Devon Barrett, a director retiring by rotation and being eligible, has offered himself for re-election, be and is hereby re-elected a Director of the Company.
- 5. Resolution No. 5 – Re-election of Directors**
THAT Mr. Steven Gooden, a director retiring by rotation and being eligible, has offered himself for re-election, be and is hereby re-elected a Director of the Company.
- 6. Resolution No. 6 – Re-election of Directors**
THAT Mr. Michael McNaughton, a director retiring by rotation and being eligible, has offered himself for re-election, be and is hereby re-elected a Director of the Company.
- 7. Resolution No. 7- Re-election of Directors Pursuant to Article 109**
THAT Mrs. Suzanne Ffolkes-Goldson, who was appointed to fill a casual vacancy and being eligible to be re-elected, has offered herself for re-election, be and is hereby re-elected a Director of the Company.
- 8. Resolution No. 8- Re-election of Directors Pursuant to Article 109**
THAT Mrs. Kerry-Ann McKoy Tulloch, who was appointed to fill a casual vacancy and being eligible to be re-elected, has offered herself for re-election, be and is hereby re-elected a Director of the Company.

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9. Resolution No. 9 – To Ratify Dividends

THAT the interim dividend of \$0.16 per share paid on August 30, 2022, and the final dividend of \$0.128 per share payable on April 27, 2023, be and are hereby declared as final, and that no further dividend be paid in respect of the year ended December 31, 2022.

10. Resolution No. 10 – Appointment of and the Remuneration of the Auditors

THAT Ernst and Young, Chartered Accountants having agreed to continue in office as Auditors, 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.

11. Resolution No. 11 – Remuneration of the Directors

THAT the Directors be and are hereby authorized to fix their fee for the fiscal period 2023/2024.

BY ORDER OF THE BOARD



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Roxanne Hutchinson
Company Secretary
Dated: April 18, 2023

Notice Of 46th Annual General Meeting (Cont'd)

IMPORTANT NOTICE TO ALL MEMBERS:

The 46th Annual General Meeting of the Company (“AGM”) will be a hybrid general meeting. The following shall apply to this AGM:

1. ELECTRONIC ACCESS TO AGM

The link for shareholders to access the AGM is: <https://iteneri.com/jseagm>

2. VOTING AND RESOLUTIONS

Voting by shareholders at this AGM will be facilitated electronically.

We thank you for your continued support and we encourage you to keep well.

IMPORTANT NOTE FOR MEMBERS WHO ARE NOT ABLE TO ATTEND:

- 1. A member entitled to attend and vote at the Annual General Meeting can appoint a Proxy to vote on his behalf. A proxy need not also be a member.*
- 2. The person so authorized as proxy shall be entitled to exercise the same powers as the member whom he represents.*
- 3. 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 the Annual General Meeting.*
- 4. The Proxy Form shall bear the stamp duty of One Hundred Jamaican Dollars (\$100.00 JMD) before being signed. The stamp duty may be paid by adhesive stamp(s) to be cancelled by the person executing the Proxy.*