



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the SEVENTH ANNUAL GENERAL MEETING of JMMB GROUP LIMITED (the “Company”) will be held on OCTOBER 8, 2020 at 10:30 a.m. (Jamaica) in a fully electronic format in accordance with the order of the Supreme Court of Judicature of Jamaica dated June 24, 2020 in Claim SU 2020 CD 00227 (the “Court Order”, a copy of which is attached to this Notice) to consider and if thought fit, to pass the following ordinary resolutions:

AS ORDINARY RESOLUTIONS:

1. TO RECEIVE THE REPORTS OF THE DIRECTORS AND AUDITORS AND THE AUDITED ACCOUNTS FOR THE TWELVE (12) MONTHS ENDED MARCH 31, 2020

“THAT the Reports of the Directors and Auditors and the Audited Accounts for the year ended March 31, 2020, circulated with the Notice convening the meeting be adopted”.

2. TO RATIFY INTERIM DIVIDEND PAYMENTS AND DECLARE THEM FINAL

“THAT the interim dividend of Twenty One Cents (21¢) paid on December 20, 2019, be and is hereby ratified and declared as final and that no further dividend be paid in respect of the year under review”.

3. TO RE-APPOINT DIRECTORS

The directors retiring from office by rotation pursuant to Article 105 of the company’s Articles of Association are Dr. Archibald Campbell, Mr. Andrew Cocking, Dr. Anne Crick, Mrs. Patricia Dailey-Smith and Mr. H. Wayne Powell, who being eligible offer themselves for re-election.

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

- (a) “THAT Dr. Archibald Campbell be and is hereby re-elected a Director of the company.”
- (b) “THAT Mr. Andrew Cocking be and is hereby re-elected a Director of the company.”
- (c) “THAT Dr. Anne Crick be and is hereby re-elected a Director of the company.”

(d) “THAT Mrs Patricia Dailey-Smith be and is hereby re-elected a Director of the company.”

(e) “THAT Mr. H. Wayne Powell be and is hereby re-elected a Director of the company.”

4. TO APPOINT AUDITORS AND AUTHORISE THE DIRECTORS TO FIX THE REMUNERATION OF THE AUDITORS

“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 end of the next Annual General Meeting at a remuneration to be fixed by the Directors of the Company.”

5. TO APPROVE DIRECTORS’ REMUNERATION

“THAT the amount included in the Audited Accounts of the Company for the year ended March 31, 2020, as remuneration for their services as Directors be and is hereby approved.”

Dated this 24 day of July 2020.

By Order of the Board



Carolyn DaCosta
Secretary

REGISTERED OFFICE
6 Haughton Terrace
Kingston 10

NB: A member entitled to vote at the meeting is entitled to appoint a Proxy to attend and vote in his stead. A Proxy need not 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 (48) hours before the time appointed for holding the meeting. The Proxy Form shall bear the stamp duty of J\$100.00. The stamp duty may be paid by adhesive stamp(s) to be cancelled by the person executing the Proxy Form.

***** The details of the various modes of accessing the meeting online will be shared shortly.**