

# ENDEAVOUR HOLDINGS LTD.

## NOTICE OF ANNUAL MEETING

Notice is hereby given that the Annual Meeting of Shareholders of Endeavour Holdings Limited for 2020 and 2021 will be held in a virtual format via an online live webcast hosted from the studio of Guardian Media Limited, 22-24 St. Vincent Street, Port of Spain, Trinidad and Tobago at 10:00AM on the 17th day of December, 2021.

Due to the on-going prevalence of Covid-19 in Trinidad and Tobago, facilities will not be available for shareholders to attend in person.

Shareholders who wish to attend, participate and vote at the Annual Meeting are requested to pre-register via the website <https://agm.ehl.tt> during the period 23rd November, 2021 to 10th December, 2021.

Once pre-registered and confirmed as a shareholder on record as the close of business on 25th November, 2021, the credentials and instructions for registering for, joining and participating in the meeting will be provided to such shareholders via email on or before 14th December, 2021.

The meeting is being held to transact the following business:

### Special Business:

To ratify and, if thought fit, confirm the amendment and restatement By-Laws of Endeavour Holdings Limited set out in Appendix 1 to this Notice of Meeting, effected through the resolution of the Board of Directors on 5th November, 2021, in accordance with Section 66 of the Companies Act Ch. 81:01 of the laws of Trinidad and Tobago.

### Ordinary Business:

- To review and consider the Audited Financial Statements of the Company for the year ended 30th day of April, 2020 and the Reports of the Directors and Auditors.
- To review and consider the Audited Financial Statements of the Company for the year ended 30th day of April, 2021 and the Reports of the Directors and Auditors.
- To re-elect Directors for specified terms and if thought fit, to pass the following Resolutions:
  - THAT Mr John Aboud be re-elected as a Director of the Company for a term of three (3) years expiring at the close of the first Annual Meeting of the Company following this appointment subject to the provisions of Regulation 4.5 of By-Law No.1;
  - THAT Mr Anthony Rahael be re-elected as a Director of the Company for a term of three (3) years expiring at the close of the first Annual Meeting of the Company following this appointment subject to the provisions of Regulation 4.5 of By-Law No.1;
  - THAT Mr John Tang Nian be re-elected as a Director of the Company for a term of three (3) years expiring at the close of the first Annual Meeting of the Company following this appointment subject to the provisions of Regulation 4.5 of By-Law No.1;
  - THAT Mr William Keith Daniel be re-elected as a Director of the Company for a term of three (3) years expiring at the close of the first Annual Meeting of the Company following this appointment subject to the provisions of Regulation 4.5 of By-Law No.1; and
  - THAT Ms Melissa Inglefield be re-elected as a Director of the Company for a term of three (3) years expiring at the close of the first Annual Meeting of the Company following this appointment subject to the provisions of Regulation 4.5 of By-Law No.1.
- To re-appoint PricewaterhouseCoopers as Auditors of the Company and that the Directors be authorised to fix their remuneration for the ensuing year.
- To Transact any other ordinary business of the Company

By Order of the Board

Razard Bazil Ali  
Corporate Secretary  
23rd November, 2021



### Notes:

#### 1. Annual Reports

The Company's Annual Reports for the years ended April 30, 2020 and April 30, 2021 were posted on the Company's website. The Annual Reports are currently accessible on the Company's website at the following link: <https://ehl.tt/investor-relations/>

#### 2. Meeting Requirements

##### Statutory Record Date

The Directors of the Company have not fixed a record date for the determination of shareholders who are entitled to receive Notice of the Annual Meeting. In accordance with Section 111(a)(i) of the Companies Act, Chap. 81:01 the statutory record date applies. Only shareholders on record at the close of business on the date immediately preceding the date of this Notice are therefore entitled to receive Notice of the Annual Meeting. A list of such shareholders will be available for examination by shareholders at the Company's Registered Office at Trade Zone, #1 El Socorro Extension Road, San Juan during usual business hours and at the Annual Meeting.

##### Proxies

A shareholder entitled to attend and vote at the Annual Meeting is entitled to appoint one or more proxies to attend and vote instead of him/her. A proxy need not be a shareholder. A Proxy Form is attached. Please complete and sign same in accordance with the Notes on the Proxy Form and then deposit same at the Registered Office of the Company, not more than 48 hours before the time appointed for the holding of the Annual Meeting.

##### Corporate Shareholders

A shareholder that is a body corporate may, in lieu of appointing a proxy, authorize an individual by resolution of its directors or of its governing body to represent it at the Annual Meeting.

##### Electronic Participation

Shareholders on record as at 22nd November, 2021 may participate in the meeting electronically and are required to pre-register up to 12:00 PM on 10th December, 2021 in order to remotely attend the meeting. Once you have pre-registered, you will receive confirmation within 72 hours and will receive an email with credentials and instructions for registering for, joining and participating in the meeting at 10:00AM on the 17th day of December, 2021.

A proxy holder can then be authorised by the Shareholder to use the credentials to attend the Meeting on behalf of the Shareholder. Further details to pre-register and attend via the live webcast is contained on our website at <https://ehl.tt/investor-relations/>.

##### Proof of Identity

Shareholders are also reminded that the By-Laws provide that the Directors may require that any Shareholder, proxy, or duly authorised representative, provide satisfactory proof of his/her identity before being admitted to the meeting.

##### 4. Directors' Contracts

There were no contracts for the years ended April 30 2020 or April 30 2021 in which a director of the Company is or was materially interested and which is or was significant in relation to the Company's business.

There were no service contracts between any director and the Company or any subsidiary company, which has a term of 10 years or more and which cannot be determined without payment of compensation.

### APPENDIX 1

*This Appendix forms part of the Notice of Annual Meeting of the Shareholders of Endeavour Holdings Limited dated 23rd November, 2021*

BE IT RESOLVED THAT the amended and restated By-Law No. 1 of the Company, effected by resolution of the Board of Directors on 5th November, 2021, be confirmed as follows:

THAT By-Law No. 1 of the Company be amended and restated in the following manner:

Refer to website <https://agm.ehl.tt> for By Law No.1