

## AMENDED NOTICE OF ANNUAL GENERAL MEETING JMMB GROUP LIMITED

(AMENDED TO INCLUDE INSTRUCTIONS FOR ELECTRONIC ATTENDANCE AND PARTICIPATION AT THE MEETING)

NOTICE IS HEREBY GIVEN that the NINTH ANNUAL GENERAL MEETING of JMMB GROUP LIMITED (the "Company") will be held on THURSDAY SEPTEMBER 22, 2022, at 10:00 a.m. (Jamaica) in a hybrid format (i) at the Jamaica Pegasus Hotel, Grand Jamaican Suite, 81 Knutsford Boulevard, Kingston 5 **subject to pre-registration**, and (ii) via electronic means\* in accordance with the provisions of the Companies Act of Jamaica 2004 (as amended) to consider and if thought fit, to pass the following ordinary resolutions:

### 1. TO RECEIVE THE REPORTS OF THE DIRECTORS AND AUDITORS AND THE AUDITED ACCOUNTS FOR THE TWELVE (12) MONTHS ENDED MARCH 31, 2022.

"THAT the Reports of the Directors and Auditors and the Audited Accounts for the year ended March 31, 2022, circulated with the Notice convening the meeting be and are hereby adopted."

### 2. TO RATIFY INTERIM DIVIDEND PAYMENTS AND DECLARE THEM FINAL.

"THAT the interim dividends of Sixty Cents (60c) paid on September 9, 2021 Twenty-Five Cents (25c) paid on January 7, 2022, and Twenty Five Cents (25c) making a total payment of One Dollar and Ten Cents (\$1.10c) for the year, be and are 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 Incorporation are Mrs. Audrey Welds, Mr. Andrew Whyte, Mr. H. Wayne Powell, and Mr. Wayne Sutherland, all of whom, being eligible, offer themselves for re-election.

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

- 3(a) "THAT Mrs Audrey Welds be and is hereby re-elected a Director of the Company."
- 3(b) "THAT Mr. Andrew Whyte be and is hereby re-elected a Director of the Company."
- 3(c) "THAT Mr. H. Wayne Powell be and is hereby re-elected a Director of the Company."
- 3(d) "THAT Mr. Wayne Sutherland 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, 2022, as remuneration for their services as Directors be and is hereby approved."

Dated this 22nd day of August 2022.

By Order of the Board



**Carolyn DaCosta**  
Secretary

REGISTERED OFFICE  
6 Haughton Terrace, Kingston 10, Jamaica.

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.

**\*NB: The details of the various methods of accessing the meeting online will be shared shortly via our website and in daily newspapers, and in any event, at least 21 days before the date fixed for the holding of the Annual General Meeting. Limited attendance may be permitted by sending an email to [shareholderquery@jmmb.com](mailto:shareholderquery@jmmb.com) with your name, address and JCSD or TCD account number. Only persons who have successfully pre-registered will be allowed to attend. On confirmation of registration, you will receive an email with the protocols that must be followed.**

### Special instructions to participate in JMMB Group Limited (JMMBGL) 9th Annual General Meeting (AGM)

In light of protocols in place to contain the spread of COVID-19, the JMMBGL AGM will be held in a hybrid format. Shareholders will be able to participate in person\* and online via a private link and will be able to vote on matters arising at the meeting.

All registered shareholders, regardless of geographic location, will therefore have an equal opportunity to participate in the AGM and engage directors and leaders of the business.

The AGM will be streamed live, on our website [jm.jmmb.com](http://jm.jmmb.com) or <https://jmmb.iteneri.com>, in addition to our JMMB Facebook and YouTube channels.

In order to attend electronically and participate (including voting) in the AGM as shareholders, shareholders are required to register at <https://jmmb.iteneri.com> using their Jamaica Central Securities Depository or Trinidad and Tobago Central Depository account number.

The deadline for registration is **September 20, 2022**. Upon registration and verification, shareholders will receive a unique password granting them authorised access to the private link to enable attendance and participation at the AGM. **This unique password is confidential to the shareholder to whom it is issued, and should not be shared with a third party. By applying for and receiving this unique password, each shareholder will be deemed to have irrevocably represented to JMMBGL that it will be used only by such shareholder and no other person to gain access to the AGM.**

\* In order to attend in person, **limited attendance may be permitted by sending an email to [shareholderquery@jmmb.com](mailto:shareholderquery@jmmb.com) with your name, address and JCSD or TCD account number. Only persons who have successfully pre-registered will be allowed to attend. On confirmation of registration, you will receive an email with the protocols that must be followed.**

We encourage shareholders to vote by proxy (where applicable) using the Proxy Form. We also encourage you to email us your questions on the financial statements ahead of time to [shareholderquery@jmmb.com](mailto:shareholderquery@jmmb.com), and we will do our best to respond to your questions during the meeting, time permitting.

Electronic copies of this Notice of Annual General Meeting and the Proxy Form, as well as Minutes of the AGM may be accessed on [www.jmmb.com](http://www.jmmb.com), [www.jamstockex.com](http://www.jamstockex.com), [www.ttse@ttstockex.tt](mailto:www.ttse@ttstockex.tt) as well as the AGM site <https://jmmb.iteneri.com>.