



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the TENTH ANNUAL GENERAL MEETING of JMMB GROUP LIMITED (the "Company") will be held on **FRIDAY OCTOBER 6, 2023 at 10: 30 a.m.** (Jamaica) in a hybrid format (i) at the AC Hotel Kingston located at 38-42 Lady Musgrave Road, Kingston 5 Jamaica, for attendance in person, 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, 2023.

"THAT the Reports of the Directors and Auditors and the Audited Accounts for the year ended March 31, 2023, circulated with the Notice convening the meeting be and are hereby adopted".

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

3. "THAT the interim dividend of Twenty-Five Cents (25¢) paid on July 11, 2022, 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 RETIRING BY ROTATION PURSUANT TO ARTICLE 105.

The Directors retiring from office by rotation pursuant to Article 105 of the Company's Articles of Incorporation are Dr. Anne Crick, Mrs Patricia Dailey-Smith, Mrs Audrey Deer-Williams and Mr Reece Kong, all of whom, being eligible, offer themselves for re-election.

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

Resolution 3 (a): "THAT Dr. Anne Crick be and is hereby re-elected a Director of the Company."

Resolution 3 (b): "THAT Mrs. Patricia Dailey-Smith be and is hereby re-elected a Director of the Company."

Resolution 3 (c): "THAT Mrs. Audrey Deer Williams be and is hereby re-elected a Director of the Company."

Resolution 3 (d): "THAT Mr. Reece Kong be and is hereby re-elected a Director of the Company."

4. ELECTION OF OTHER RETIRING DIRECTOR PURSUANT TO ARTICLE 108.

In accordance with Article 108 of the Articles of Incorporation, the following Director, having been appointed during the year, retires and is eligible for re-election.

"That Director Leighton McKnight, having been appointed during the year, be and is hereby elected a director of the Company".

5. 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."

6. TO APPROVE DIRECTORS' REMUNERATION

"THAT the amount included in the Audited Accounts of the Company for the year ended March 31, 2023, as remuneration for their services as Directors be and is hereby approved."

Dated this 4th day of August 2023

By Order of the Board

Carolyn DaCosta
Secretary

REGISTERED OFFICE:

6 Houghton 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 electronic 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.