

# SHAREHOLDER ADVISORY



July 22nd 2025

**Dear Valued Shareholder,**

**Re: JMMB Group Limited Annual Report and Annual General Meeting (AGM)**

We are pleased to invite you to our Annual General Meeting (AGM) on Friday, October 10, 2025, where we will share the results of our performance for the financial year ended March 31, 2025, and will also discuss our strategic plans for the near future.

Enclosed is the Notice of AGM as well as the Proxy Form.

For the convenience of all shareholders, the AGM will be held in a hybrid format, with both in-person and virtual. The details regarding how shareholders can join the AGM via the online live stream will be published in the national newspapers and on our website as well as contained in the Notice of the AGM. An email advisory will also be disseminated to all shareholders for whom we have a current email address.

Should you require a hard copy of our annual report, please contact our Company Secretary at [shareholderquery@jmmb.com](mailto:shareholderquery@jmmb.com).

Finally, we would also like to thank you for your partnership and for choosing to be a part of the JMMB family.

Sincerely,

A handwritten signature in black ink, appearing to read "Dr. Archibald Campbell", written over a horizontal line.

**Dr. Archibald Campbell** CD, DBA, FCA

CHAIRMAN

## NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the TWELFTH ANNUAL GENERAL MEETING of JMMB GROUP LIMITED (the "Company") will be held on **Friday, October 10, 2025, at 10:00 a.m.** (Jamaica) in a hybrid format (i) at the Jamaica Pegasus Hotel Kingston, located at 81 Knutsford Boulevard, 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, 2025.**

"THAT the Reports of the Directors and Auditors and the Audited Accounts for the year ended March 31, 2025, circulated with the Notice convening the meeting be and are hereby adopted".

**2. 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 Mr. Hugh Wayne Powell, Mr. Wayne Sutherland, Mrs. Audrey Welds, and Mr. Vinroy Andrew Whyte all of whom, being eligible, offer themselves for re-election.

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

**Resolution 2(a):** "THAT Mr. Hugh Wayne Powell be and is hereby re-elected a Director of the Company."

**Resolution 2(b):** "THAT Mr. Wayne Sutherland be and is hereby re-elected a Director of the Company."

**Resolution 2(c):** "THAT Mrs. Audrey Welds be and is hereby re-elected a Director of the Company."

**Resolution 2(d):** "THAT Mr. Vinroy Andrew Whyte be and is hereby re-elected a Director of the Company."

### 3. ELECTION OF DIRECTORS 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 Mr. Johann Heaven, having been appointed during the year, be and is hereby 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, 2025, as remuneration for their services as Directors be and is hereby approved."

Dated this 22nd day of July 2025

By Order of the Board



Carolyn DaCosta  
Corporate 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 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.*

### INSTRUCTIONS TO PARTICIPATE IN JMMB GROUP LIMITED (JMMBGL) 12TH ANNUAL GENERAL MEETING (AGM)

JMMBGL AGM will be held in person as well as virtually. Shareholders will be able to participate online via a private link (subject to registration) 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 team leaders of the business.

The AGM will be streamed live on our website <https://jm.jmmb.com/AGM> as well as on the JMMB Group's Facebook page and YouTube channel.

### SHAREHOLDER LINK

In order to attend virtually and participate (including voting) in the AGM as shareholders, you are required to register in advance for this meeting on the link below:

<https://jm.jmmb.com/AGM>

You will need your Jamaica Central Securities Depository or Trinidad and Tobago Central Depository account number in order to register and vote. After registering, you will receive a confirmation email with details on how to join the meeting.

After registration and verification, shareholders will receive a unique link granting them authorised access to the private link, enabling attendance and participation at the AGM.

This unique link 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 link, 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.

### NON-SHAREHOLDER LINK

As a non-shareholder, you can participate in the AGM but will not be able to vote. You may register to participate using the link below:

<https://jm.jmmb.com/AGM>

We encourage shareholders to vote by proxy (where applicable) using the Proxy Form. We also encourage you to email us your questions 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).

### PRIVACY NOTICE

The personal data that you provide for the purposes of registering for the Annual General Meeting (AGM) of JMMB GROUP LIMITED, including your name, JCSD Number and Taxpayer Registration Number, will be processed by the Company and its external service providers in order for you to exercise your rights as a shareholder at the AGM.

Your personal data will be used and disclosed in accordance with the Privacy Notice for General Meetings of Shareholders, which may be accessed here: <https://www.jmmb.com/sites/default/files/Jamaica/Attachments/2024/JMMBGL-Privacy-Notice-for-Shareholders.pdf>.

By registering for the AGM ahead of the date, you acknowledge and agree

- that the information given by you is correct and can be relied upon by the Company
- to the terms of the Privacy Notice for General Meetings of Shareholders

Please note that you may opt to register on the day of the AGM at the registration desk facilitated. In such instances, to ensure you are able to participate in a timely manner, it is advised that you arrive prior to the noted start time for the AGM.