

NOTICE OF ANNUAL GENERAL MEETING



NOTICE IS HEREBY GIVEN that the ELEVENTH ANNUAL GENERAL MEETING of JMMB GROUP LIMITED (the "Company") will be held on **MONDAY SEPTEMBER 23, 2024, 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, 2024.

"THAT the Reports of the Directors and Auditors and the Audited Accounts for the year ended March 31, 2024, 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 Twenty-Five Cents (25¢) paid on October 9, 2023, and Twenty-Five Cents (25¢) paid on August 12, 2024, making a total of Fifty Cents (50¢) for the year under review 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 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. Archibald Campbell, Mr. Andrew Cocking, Mrs. Donna Duncan-Scott, and Mr. Dennis Harris, 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 Archibald Campbell be and is hereby re-elected a Director of the Company."

Resolution 3 (b):

"THAT Mr. Andrew Cocking be and is hereby re-elected a Director of the Company."

Resolution 3 (c):

"THAT Mrs. Donna Duncan-Scott be and is hereby re-elected a Director of the Company."

Resolution 3 (d):

"THAT Mr. Dennis Harris be and is hereby re-elected a Director of the Company."

4. 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 Director Nerisha Davis Farquharson, 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, 2024, as remuneration for their services as Directors be and is hereby approved."

Dated this 24th day of July 2024

By Order of the Board

A handwritten signature in black ink, appearing to read 'Carolyn DaCosta', is written over a horizontal dashed line.

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.