

NOTICE

OF ANNUAL GENERAL MEETING



MAYBERRY
INVESTMENTS LIMITED

1985-2022
37
CELEBRATING 37 YEARS

NOTICE IS HEREBY GIVEN that the **36th Annual General Meeting of MAYBERRY INVESTMENTS LIMITED** will be held on **Wednesday, March 1, 2023, at 2:00 p.m.** in hybrid format at the physical location of **Marriott Courtyard, 1 Park Close, Kingston 5, St. Andrew, Jamaica**, and via live-stream for the following purposes:

1

To receive the audited accounts for the year ended December 31, 2021.

RESOLUTION 1

To consider and (if thought fit) pass the following ordinary resolution:

“That the audited accounts of the Company for the year ended December 31, 2021, together with the reports of the directors and auditors thereon, be and are hereby adopted.”

2

To declare interim dividend as the final dividend for the year.

RESOLUTION 2

To consider and (if thought fit) pass the following ordinary resolution:

“That the interim dividend of \$0.32 per ordinary stock unit paid on December 20, 2021 to ordinary stockholders on record as at December 3, 2021, be approved and declared as a final dividend for the year ended December 31, 2021.”

3

To elect Directors.

RESOLUTION 3(A) AND 3(B)

The Directors retiring by rotation pursuant to Article 91 of the Articles of Association of the Company are Messrs. Christopher Berry and Gary Peart and who being eligible, offer themselves for re-election.

To consider and (if thought fit) pass the following ordinary resolution:

“That the retiring director, Mr. Christopher Berry, be and is hereby re-elected a director of the Company.”

3(A)

To consider and (if thought fit) pass the following ordinary resolution:

“That the retiring director, Mr. Gary Peart, be and is hereby re-elected a director of the Company.”

3(B)

4

To fix the remuneration of the Directors.

RESOLUTION 4

To consider and (if thought fit) pass the following ordinary resolution:

“That the Board of Directors of the Company be and is hereby authorised to fix the remuneration of the individual directors for the ensuing year.”

5


To ratify the Directors' appointment and remuneration of the Auditors.

RESOLUTION 5

To consider and (if thought fit) pass the following ordinary resolution:

"That the Directors' appointment and remuneration of PriceWaterhouseCoopers as Auditors in respect of the period ending with the conclusion of the next Annual General Meeting be and is hereby ratified, confirmed, and approved."

BY ORDER OF THE BOARD



Konrad M Berry
Mayberry Investments Limited
Company Secretary

INFORMATION FOR ALL SHAREHOLDERS

The 36th Annual General Meeting will be held in the hybrid format of a physical meeting and a live-stream pursuant to the Supreme Court Order dated 31 May 2021 in the matter SU 2021 CD 00196.

1

Attendance at the AGM & Live-Stream

- Physical attendance at the meeting is limited based on the capacity of the venue.
- All other Shareholders of the Company who wish to observe the proceedings are required to watch the AGM remotely via live-stream which can be accessed at:
<https://youtube.com/live/xRcepPBkSG4?feature=share>

2

Voting at the AGM

- A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on his/her behalf.
- A proxy need not be a Shareholder of the Company.
- A Form of Proxy is enclosed for your convenience. When completed, this Form should be deposited with the Registrar of the Company at 40 Harbour Street, Kingston, Jamaica not less than 48 hours before the time appointed for the meeting. The Proxy Form should bear stamp duty of J\$120.00 or its equivalent, before being signed. The stamp duty may be paid by adhesive stamps, which are to be cancelled by the person signing the Proxy. The Company reserves the right to pay stamp duty on unstamped Forms of Proxy
- A Form of Proxy is available for download at: <https://www.mayberryinv.com/>

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Asking Questions

- Shareholders are encouraged to submit their questions in advance of the AGM by sending an email to mayberry.agm@mayberryinv.com. Questions will be responded to during the AGM to the extent reasonably practicable in the Chairman's discretion.

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Additional Information

- We encourage shareholders to monitor our website for all updates and information regarding the AGM.
- You may view our Annual Report on our website at:
<https://www.mayberryinv.com/mayberry-investments-limited-mil-annual-report-2021/>