

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 37th Annual General Meeting of MAYBERRY INVESTMENTS LIMITED will be held on Wednesday, July 26, 2023, at 2:00 p.m. in hybrid format at the physical location of Courtleigh Hotel & Suites, 85 Knutsford Boulevard, Kingston 5 and via live-stream for the following purposes:

1. To receive the audited accounts for the year ended December 31, 2022.

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, 2022, 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 \$0.28 per ordinary stock unit paid on September 20, 2022 to ordinary stockholders on record as at June 29, 2022, be approved and declared as a final dividend for the year ended December 31, 2022.”

3. To elect Directors.

Resolution 3 (a), and (b)

The Directors retiring by rotation pursuant to Article 91 of the Articles of Association of the Company are Messrs. Alok Jain and Walter Scott and who being eligible, offer themselves for re-election.

Resolution 3(a):

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

“That the retiring Director, Mr. Alok Jain, be and is hereby re-elected a director of the Company.”

Resolution 3(b):

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

“That the retiring Director, Mr. Walter Scott, be and is hereby re-elected a director of the Company.”

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



Janene Shaw
Company Secretary

INFORMATION FOR ALL SHAREHOLDERS

The 37th Annual General Meeting will be held in the hybrid format of a physical meeting and a live stream.

1. Attendance at the AGM

- Shareholders may attend the physical meeting in person or by proxy.
- Shareholders that do not attend the physical meeting (either in person or by proxy) may instead participate via live-stream which can be accessed at <https://www.youtube.com/live/TEYMtqjkcWM?feature=share>

2. Voting at the AGM

- A Shareholder 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. Upon completion, this Form should be deposited with the **Company Registrar 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.

3. 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.

