

NOTICE

OF ANNUAL GENERAL MEETING



NOTICE IS HEREBY GIVEN that the **2nd Annual General Meeting of MAYBERRY GROUP LIMITED** will be held in hybrid format at the **Harbor Club Hotel, Rodney Bay, Gros Islet, Saint Lucia on Wednesday, September 3, 2025, at 3:30 P.M. AST** and via live stream at the **AC Hotel, 38-42 Lady Musgrave Rd, Kingston 5, Jamaica at 2:30 P.M. EST** for the following purposes:

1

To receive the Audited Accounts and Reports for the year ended December 31, 2024.

RESOLUTION 1

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

“That the Audited Accounts of the Company for the year ended December 31, 2024, together with the reports of the Directors and Auditors thereon, be and are hereby adopted.”

2

To approve and ratify dividends.

RESOLUTION 2

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

“That the interim dividends of J\$0.125 per ordinary stock unit paid on August 29, 2024, and J\$0.125 per ordinary stock unit paid on November 26, 2024, respectively, be and are hereby ratified and declared as final and that no further dividend be paid in respect of the year ended December 31, 2024.”

3

To Re-elect Directors retiring by Rotation.

RESOLUTION 3(A), 3 (B), 3(C)

The Directors retiring pursuant to Article - 97 of the Articles of Association of the Company are Messrs. Christopher Berry, Konrad Berry, and Gladstone Lewars, who, being eligible, offer themselves for re-election.

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

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

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

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

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

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

3(A)

3(B)

3(C)



4

To fix the remuneration of the Directors.

RESOLUTION 4

To consider and (if thought fit) pass the following 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 authorise the Directors to appoint and fix the remuneration of the Auditors:

RESOLUTION 5

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

“That the Directors be and are hereby authorised to appoint and fix the remuneration of the Auditors in respect of the period ending with the conclusion of the next Annual General Meeting.”

BY ORDER OF THE BOARD



FINSEC LTD.
Company Secretary





NOTE FOR THOSE UNABLE TO ATTEND 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/their behalf. A proxy need not be a member of the Company.

A suitable Form of Proxy is enclosed for your convenience.

If you wish to appoint a proxy, the Form of Proxy must be completed, signed and lodged not less than 48 hours before the time appointed for the meeting with:

- **The Jamaica Central Securities Depository Ltd. Registrar Services Unit, 40 Harbour Street, PO Box 1024, Kingston, Jamaica;**

OR

- **Mayberry Group Ltd., ATTN: Company Secretary, FinSec Ltd., at its registered offices at Suite 1, 1st Floor, Bourbon House, Bourbon Street, P.O. Box 1695, Castries, St. Lucia;**

OR

- **Mayberry Investments Ltd., at its registered offices at 1 ½ Oxford Road, Kingston 5.**

A corporate shareholder may, instead of appointing a proxy, appoint a corporate representative in accordance with Article 86 of the Company's Articles of Association. The AGM will be video streamed to **AC Hotel, 38-42 Lady Musgrave Rd, Kingston 5, on Wednesday, September 3, 2024, at 2:30 P.M EST** (Jamaican time). A link will be made available prior to the meeting at: **<https://www.mayberryinv.com/mgl/investor-relations/agm/>** which supports the live stream will allow for participation in the proceedings.

Shareholders are encouraged to submit questions in advance of the AGM by sending their questions by email to **mgl.agm@mayberryinv.com**.

