

# Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the FIRST ANNUAL GENERAL MEETING of Wisynco Group Limited (the Company) will be held at the Company's Registered Office on the 3rd Floor of the Sam Mahfood Distribution Centre, Lakes Pen Road, St. Catherine, Jamaica on Tuesday November 27, 2018 at 3:00 P.M. to consider, and if thought fit, to pass the following resolutions:

**1. To receive the Audited Financial Statements for the year ended June 30, 2018 and the Reports of the Auditors and Directors thereon.**

To consider, and if thought fit, pass the following Resolution:

"THAT the Audited Financial Statements for the year ended June 30, 2018 and the Reports of the Auditors and Directors thereon, be and are hereby adopted."

**2. To appoint Auditors and authorize the Directors to fix the remuneration of the Auditor.**

To consider, and if thought fit, pass the following Resolution:

"THAT PricewaterhouseCoopers (PwC), Chartered Accountants, having agreed to continue in office as Auditors, be and are hereby appointed Auditors of the Company to hold office until the next Annual General Meeting at a remuneration to be fixed by the Directors of the Company."

**3. To elect Directors:**

In accordance with section 114 of the Company's Articles of Incorporation, all Directors shall retire from office at the Company's first Annual General Meeting and with the exception of Mr. Joseph M. Mahfood who is not seeking re-election, all others being eligible, offer themselves for re-election.

To consider, and if thought fit, pass the following Resolution:

"THAT:

- (a) Mr. William Mahfood;
- (b) Mr. Andrew Mahfood;
- (c) Mr. John Lee;
- (d) Mrs. Lisa Soares Lewis;
- (e) Mr. Adam Stewart;
- (f) Mr. Francois Chalifour; and
- (g) Mr. Devon Reynolds

be and are hereby re-elected Directors of the Company."

**4. To approve the remuneration of the Directors.**

To consider, and if thought fit, pass the following Resolution:

"THAT the amount shown in the Audited Accounts of the Company for the year ended June 30, 2018 as fees of the Directors for their services as Directors, be and is hereby approved."

**5. To approve and ratify dividends:**

To consider, and if thought fit, pass the following Resolution:

"THAT the dividend of 6.3 cents paid on May 29, 2018 be and is hereby ratified and declared final for the financial year ended June 30, 2018."

**6. To consider any other business which may properly be transacted at an Annual General Meeting.**

**BY ORDER OF THE BOARD**



**Andrew Fowles**  
Company Secretary

Registered Office: Lakes Pen Road, St. Catherine

**September 20, 2018**

**NOTE:**

A member entitled to attend and vote at the meeting may appoint a proxy, who need not also be a member, to attend and so on a poll, vote on his/her behalf. A suitable form of proxy is enclosed.

Forms of Proxy must be lodged either at the Company's Registered Office located at Lakes Pen Road, St. Catherine, or with the Registrar of the Company, the JCSD located at 40 Harbour Street, Kingston, not less than 48 hours before the time of the meeting. The Form of Proxy should bear stamp duty of \$100.00 which may be paid by adhesive stamps which are to be cancelled by the person signing the Proxy.