

Notice of Annual General Meeting

NOTICE is hereby given that the Annual General Meeting of Kingston Wharves Limited (the “Company”) will be held at the AC Hotel Kingston, 38-42 Lady Musgrave Road, Kingston 5, St. Andrew, and streamed live to shareholders, on **Thursday, June 15, 2023 at 10:00 a.m.** to conduct the following business:

1. To receive the Audited Financial Statements for the year ended December 31, 2022 and the Reports of the Directors and Auditors circulated therewith:

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

“THAT the Audited Financial Statements for the year ended December 31, 2022 and the Reports of the Directors and Auditors circulated with the Notice convening the meeting be adopted”.

2. To declare the dividend of Twenty-Four cents (\$0.24) per share paid on August 17, 2022 and of Forty-Three cents (\$0.43) per share paid on January 17, 2023 as final.

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

“THAT as recommended by the Directors, the dividend of Twenty-Four cents (\$0.24) per share paid on August 17, 2022 and of Forty-Three cents (\$0.43) per share paid on January 17, 2023 be and are hereby declared as final and that no further dividend be paid in respect of the year under review.

3. Election of Directors

By Rotation

The Directors retiring from office by rotation pursuant to Article 107 of the Company’s Articles of Incorporation are Messrs. Mark Williams, Dorian Valdes, Roger Hinds and Kim Clarke. All the retiring Directors, being eligible, offer themselves for re-election.

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

- i. “THAT Mr. Mark Williams be and is hereby re-elected a Director of the Company.”
- ii. “THAT Mr. Dorian Valdes be and is hereby re-elected a Director of the Company.”
- iii. “THAT Mr Roger Hinds be and is hereby re-elected a Director of the Company.”
- iv. “THAT Mr. Kim Clarke be and is hereby re-elected a Director of the Company.”

4. To appoint auditors and authorise the Directors to fix the remuneration of the Auditors.

To consider and if thought fit pass the following resolution:

“THAT PriceWaterhouseCoopers, be and are hereby appointed auditors of the Company in replacement of the retiring auditors Messrs. KPMG, Chartered Accountants to hold office until the next Annual General Meeting at a remuneration to be fixed by the Directors of the Company.”

5. To fix the fees of the Directors or to determine the manner in which such fees are to be fixed.

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 December 31, 2022 as fees of the Directors for their service as directors, be and is hereby approved.”

Dated the 20th day of April, 2023.

By Order of the Board



JEFFREY HALL
Chairman

REGISTERED OFFICE
195 Second Street
Newport West
Kingston 13
St. Andrew, Jamaica

NB: A member entitled to vote at the meeting is entitled to appoint a proxy to 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 office of the Registrar and Transfer Agent of the Company, Jamaica Central Securities Depository Limited, 40 Harbour Street, Kingston, Jamaica, or with the Company Secretary at, 195 Second Street, Newport West, Kingston 13, St. Andrew, Jamaica, at least forty-eight hours before the time appointed for holding the meeting. The Proxy Form shall bear the stamp of \$100.00. The stamp duty may be paid by adhesive stamp (s) to be cancelled by the person executing the proxy.