



## NOTICE OF HYBRID ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2023 Annual General Meeting of the shareholders of FosRich Company Limited ("the Company"), will be convened on **Tuesday June 20, 2023, at 79 Molyne Road, Kingston 10, Jamaica and on Zoom at 2:30 p.m.** for the following purposes:

### ORDINARY BUSINESS

#### Resolution 1

1. To receive the Directors' Report, the Auditor's Report and the Audited Financial Statements of the Company for the financial year ended December 31, 2022.

To consider and, if thought, fit pass **Ordinary Resolution 1:**

"That the Audited Financial Statements for year ended December 31, 2022, together with the Auditor's Report and the Report of the Directors of the Company be hereby received and adopted."

#### Resolution 2

2. To retire one third of the Directors by rotation in accordance with Article 98 and re-elect the retiring Directors as provided by Article 99 of the Company's Articles of Incorporation and to elect Marva Chang who was appointed a Director, subsequent to the last Annual General Meeting and being eligible is offering herself for election. The Directors retiring in 2023 are Steadman Fuller and Ian Kelly and being eligible are offering themselves for re-election.

#### Resolution 2a

To consider, and, if thought, fit pass **Ordinary Resolution 2a.**

"That **Steadman Fuller** retires by rotation and being eligible is re-elected to continue to serve as Director of the Company for the ensuing year."

#### Resolution 2b

To consider and if thought fit pass **Ordinary Resolution 2b.**

"That **Ian Kelly** retires by rotation and being eligible is re-elected to continue to serve as Director of the Company for the ensuing year."

**Resolution 2c**

To consider and if thought fit pass *Ordinary Resolution 2c*.

"That **Marva Chang** having being appointed a Director, subsequent to the last Annual General Meeting and, being eligible, is elected to continue to serve as Director of the Company for the ensuing year."

3. To ratify the dividend declared and paid by the Company for the year ended December 31, 2022.

**Resolution 3**

To consider and if thought fit pass *Ordinary Resolution 3*.

"That a dividend declared of \$0.012 per share and paid on December 6th, 2022, to the shareholders on record as at November 18th, 2022, by the Company, be approved as the final dividend for 2022 at the date of the Annual General Meeting."

4. To re-appoint the Auditors and authorize the Board of Directors to fix their remuneration.

**Resolution 4**

To consider and, if thought fit, pass *Ordinary Resolution 4*.

"That Messrs. Crooks Jackson Burnett, Chartered Accountants of, The Business District, 19 Cargill Avenue, Kingston 10, Jamaica, having agreed to continue in office as Auditor be and are hereby re-appointed to hold office until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Directors of the Company."

Dated this 21<sup>st</sup> day of March 2023

**BY ORDER OF THE BOARD**

**CUBE CORPORATE SUPPORT LIMITED**  
Company Secretary

**Registered Office:** 79 Molynes Road, Kingston 10, Jamaica  
**Registrar:** Jamaica Central Securities Depository Limited,  
40 Harbour Street, Kingston.

**Notes:**

1. A member entitled to attend and vote at this Annual General meeting is entitled to appoint a proxy to attend and vote in his/her stead. A proxy need not be a member of the Company.
2. A Proxy Form is enclosed at the back of the annual report for your convenience.
3. Members can also download a proxy form from the company's website ([www.fosrich.com](http://www.fosrich.com)).
4. A Director and the Company Secretary are required to sign the proxy form of a corporate member under the common seal of that company.
5. Amendments made to the proxy form must be initialled by the member(s) signing.
6. In the case of joint holders, any member may sign the proxy form to the exclusion of the other joint holder(s).
7. The completed form must be properly executed, stamped and together with the power of attorney or other documents appointing the proxy, must be deposited with the Secretary at the Registered Office of the company at 79 Molynes Road, Kingston 10, no later than 2:30 p.m. **Friday 16th June 2023.**
8. The Proxy Form shall bear stamp duty in the amount of \$100.00 by way of postal adhesive stamp(s) which is to be cancelled by the person signing the form.

**Meeting Access**

**Connection information for virtual access to the Hybrid Annual General Meeting is as follows:**

Join Zoom Meeting  
Topic: Annual General Meeting  
Time: Jun 20, 2023, 02:30 PM Bogota

<https://us02web.zoom.us/j/83892558993?pwd=K0o0M09xZW5QSU12TzhnY3I2MUtNUT09>  
Meeting ID: 838 9255 8993  
Passcode: 328041