

Proxy Form

FOR THE ADJOURNED EXTRAORDINARY GENERAL MEETING OF
QWI INVESTMENTS LIMITED TO BE HELD AT 9:00 A.M. ON THE 19TH DAY OF JULY 2022

1. Being member(s) of QWI Investments Limited, I/WE:

NAME OF SHAREHOLDER(S)

of
ADDRESS

2. Hereby appoint

of
ADDRESS

as my/our proxy, to vote for me/us on my/our behalf at the Adjourned Extraordinary General Meeting of the said Company to be held on the the 19th day of July 2022 and any adjournment thereof, as follows:

(Shareholders are required to insert "X" in the appropriate column below to show how they wish to vote in relation to each resolution.)

RESOLUTIONS	FOR	AGAINST
<p>Be it resolved:</p> <p>THAT the following resolutions passed or purportedly passed, and decisions taken or purportedly taken, at the meeting of members of the Company on the 17th day of June 2020, be and are individually hereby approved, adopted, ratified, and confirmed by the Company, namely:</p> <p>1. a) To receive and approve the Audited Financial Statements and the Reports of the Directors for the year ended 30 September 2019 together with the Auditors' Report therein.</p> <p>b) Be it resolved: "That the Audited Financial Statements, the Auditors' Report and the Reports of the Directors for said period, be and is hereby approved."</p>		
<p>2. To consider, and if thought fit, pass the following resolution: "That the amount shown in the Audited Financial Statements for the year ended 30 September 2019 as the fees to the Directors for services as Directors, be and is hereby approved."</p>		
<p>3. "That KPMG, Chartered Accountants, be reappointed as Auditors of the Company for the next financial year and that the Directors be authorized to fix their remuneration."</p>		
<p>4. "To consider Notices of persons proposed for election as Director(s) of the Company received between 6 March 2020 and 13 March 2020."</p>		
<p>5. To consider, and if thought fit, pass the following resolution: "That no dividend be declared in respect of the period from the incorporation of the Company to 30 September 2019."</p>		
<p>6. "To defer item 6 (concerning authorization of share buybacks) of the Company's Notice of Annual General Meeting dated 29th January 2020 ("AGM Notice") to a subsequent meeting of the Company, which item 6 is hereby withdrawn from the AGM Notice."</p>		

Signed this ____ day of _____ 2022

Signature

NOTES:

1. This Form of Proxy must be received by Jamaica Central Securities Depository Limited at 40 Harbour Street, Kingston, not less than forty-eight (48) hours before the time appointed for the Extraordinary General Meeting.
2. If the appointer is a Corporation, this Form of Proxy must be executed under its Common Seal or under the hand of an officer or attorney duly authorized in writing.
3. The Proxy Form will attract stamp duty of One Hundred Jamaican Dollars (J\$100), which may be paid by affixing adhesive stamp(s) to be cancelled by the person executing the Proxy Form or stamp duty impressed by the Stamp Office.

Proxy Form

FOR THE ADJOURNED ANNUAL GENERAL MEETING OF
QWI INVESTMENTS LIMITED TO BE HELD AT 9:15 A.M ON THE 19TH DAY OF JULY 2022

1. Being member(s) of QWI Investments Limited, I/WE:

NAME OF SHAREHOLDER(S)

of
ADDRESS

2. Hereby appoint

of
ADDRESS

as my/our proxy, to vote for me/us on my/our behalf at the Adjourned Annual General Meeting of the said Company to be held on the 19th day of July 2022 and any adjournment thereof, as follows:

(Shareholders are required to insert "X" in the appropriate column below to show how they wish to vote in relation to each resolution.)

ORDINARY RESOLUTIONS	FOR	AGAINST
<p>RESOLUTION NO. 1 - 2020 Audited Financial Statements & Reports of the Directors</p> <p>a) To receive and approve the Audited Financial Statements for the year ended 30 September 2020 and the reports of the Directors and the Auditors therein.</p> <p>b) Be it resolved: THAT the Audited Financial Statements for the year ended 30 September 2020 and the reports of the Directors and the Auditors circulated with the Notice convening the meeting period, be and are hereby approved.</p>		
<p>RESOLUTION NO. 2 - Consideration of Person(s) Proposed as Director(s)</p> <p>a) To consider person(s), if any, proposed for election and willing to be elected as Director(s) of the Company received between 16th March 2021 and 23rd March 2021.</p> <p>b) Be it resolved: THAT Notice(s) of person(s) proposed for election, and any Notice(s) of the willingness of such persons to be elected, as Director(s) of the Company received between 16th March 2021 and 23rd March 2021, be considered.</p>		
<p>RESOLUTION NO. 3 – Appointment and Remuneration of Auditors</p> <p>Be it resolved: THAT KPMG, Chartered Accountants, having signified their willingness 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 the remuneration to be fixed by the Directors of the Company.</p>		
<p>RESOLUTION NO. 4 - Approval of No Dividends</p> <p>a) To declare no dividend for the year ended 30 September 2020.</p> <p>b) Be it resolved: THAT no dividend be declared in respect of the year ended 30 September 2020.</p>		
<p>RESOLUTION NO. 5 – Remuneration of the Directors</p> <p>a) To approve the remuneration of the Directors.</p> <p>b) Be it resolved: THAT the amount shown in the Audited Financial Statements for the year ended 30 September 2020 as fees to the Directors for services as Directors, be and is hereby approved.</p>		

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SPECIAL RESOLUTION	FOR	AGAINST
<p>RESOLUTION NO. 6 – Approval of Share Buyback</p> <p>a) To approve share buyback.</p> <p>b) Be it resolved: THAT the Company be and is hereby authorized to make Open Market Purchases of its own shares (“Shares”) on such terms and in such manner as the Directors shall from time to time determine, provided that:</p> <p>(i) the maximum price (exclusive of expenses) which may be paid for each of the Shares shall not exceed 85% of the Net Asset Value per share of the Company last published by the Company at the time of such purchase;</p>		
<p>(ii) this authority shall expire at the conclusion of the next annual general meeting of the Company, save that the Company may at any time prior to the expiry of such authority enter into a contract or contracts under which a purchase of Shares, under such authority, will or may be completed or executed wholly or partly after the expiration of such authority, and the Company may purchase Shares in pursuance of any such contract or contracts as if the authority hereby conferred had not expired;</p>		
<p>(iii) any market purchases shall be carried out in accordance with and subject to the applicable Rules of the Jamaica Stock Exchange and any relevant laws of Jamaica;</p>		
<p>(iv) the Secretary of the Company shall – (A) cause a copy of this special resolution, along with a copy of the statutory declaration made by the Directors of the Company in accordance with subsections section 58 of the Companies Act, to be filed at the Companies Office of Jamaica pursuant to section 139 thereof, and (B) do such other acts and things as may be lawfully required to give effect to the foregoing; and</p>		
<p>(v) the Registrar and Transfer Agent of the Company, or the Secretary of the Company, shall make the required entries in the Company’s register of members to reflect the said purchase of Shares by the Company.</p>		

Signed this ____ day of _____ 2022

Signature

NOTES:

1. This Form of Proxy must be received by Jamaica Central Securities Depository Limited at 40 Harbour Street, Kingston, not less than forty-eight (48) hours before the time appointed for the Annual General Meeting.
2. If the appointer is a Corporation, this Form of Proxy must be executed under its Common Seal or under the hand of an officer or attorney duly authorized in writing.
3. The Proxy Form will attract stamp duty of One Hundred Jamaican Dollars (J\$100) which may be paid by affixing adhesive stamp(s) to be cancelled by the person executing the Proxy Form or stamp duty impressed by the Stamp Office.

Proxy Form

FOR THE EXTRAORDINARY GENERAL MEETING OF
QWI INVESTMENTS LIMITED TO BE HELD AT 9:30 A.M. ON THE 19TH DAY OF JULY 2022

1. Being member(s) of QWI Investments Limited, I/WE:

NAME OF SHAREHOLDER(S)

of _____
ADDRESS

2. Hereby appoint _____

of _____
ADDRESS

as my/our proxy, to vote for me/us on my/our behalf at the Extraordinary General Meeting of the said Company to be held on the 19th day of July 2022 and any adjournment thereof, as follows:

(Shareholders are required to insert "X" in the appropriate column below to show how they wish to vote in relation to each resolution.)

SPECIAL RESOLUTION	FOR	AGAINST
<p>Be it resolved:</p> <p>THAT the new Articles of Incorporation, a copy of which is available for inspection at the Company's office at 2 Bell Road, Kingston 11, and at the Company's website www.qwiinvestments.com, be approved and adopted by the Company in place of the Company's present Articles of Incorporation, and the Directors be and are authorized and directed to register such Articles of Incorporation with the Office of the Registrar of Companies with or without such amendments as the board of directors of the Company may deem appropriate, after receiving any requisitions from the Registrar of Companies.</p>		
ORDINARY RESOLUTION	FOR	AGAINST
<p>Be it resolved:</p> <p>THAT effective the 1st day of October 2021, the remuneration of the individuals comprising the Investment Committee ("IC") of the Company, or of any corporate body authorized to manage the fund under the Company's Investment Incentive Plan ("ICP") shall be as follows: each IC member, or such corporate body, shall be paid (i) an annual retainer fee of J\$2,500,000, (ii) a fixed annual fee equal to 0.2% of the net value of the portfolio to be paid (as the case may be) to such corporate body or paid to and divided amongst the IC members as decided by the Board of Directors, and (iii) an annual incentive fee equal to 7% of the net investment returns above the Hurdle (being the JSE Combined Index) for the financial year to be paid (as the case may be) to such corporate body or paid to and divided amongst the IC members as decided by the Board of Directors; PROVIDED always that aggregate of the fees referred to at (i), (ii), and (iii) above shall not exceed the amount which is equal to 3.0% of the Company's Net Asset Value one financial year.</p>		

Signed this ____ day of _____ 2022

Signature

NOTES:

1. This Form of Proxy must be received by Jamaica Central Securities Depository Limited at 40 Harbour Street, Kingston, not less than forty-eight (48) hours before the time appointed for the Extraordinary General Meeting.
2. If the appointer is a Corporation, this Form of Proxy must be executed under its Common Seal or under the hand of an officer or attorney duly authorized in writing.
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Proxy Form

FOR THE ANNUAL GENERAL MEETING OF
QWI INVESTMENTS LIMITED TO BE HELD AT 10 A.M. ON THE 19TH DAY OF JULY 2022

1. Being member(s) of QWI Investments Limited, I/WE:

NAME OF SHAREHOLDER(S)

of
ADDRESS

2. Hereby appoint

of
ADDRESS

as my/our proxy, to vote for me/us on my/our behalf at the Annual General Meeting of the said Company to be held on the 19th day of July 2022 and any adjournment thereof, as follows:

(Shareholders are required to insert "X" in the appropriate column below to show how they wish to vote in relation to each resolution.)

RESOLUTIONS	FOR	AGAINST
<p>RESOLUTION NO. 1 - 2021 Audited Financial Statements & Reports of the Directors and Auditors</p> <p>a) To receive and approve the Audited Financial Statements and the Report of the Directors for the year ended 30 September 2021 together with the Auditors' Report therein.</p> <p>b) Be it resolved: THAT the Audited Financial Statements, the Auditors' Report and the Report of the Directors for said period, be and is hereby approved.</p>		
<p>RESOLUTION NO. 2 – Proposed Election of Directors</p> <p>Be it resolved: THAT any Notice(s) of person(s) proposed for election, and any Notice(s) of the willingness of such person(s) to be elected, as Director(s) of the Company between 5th July 2022 and 12th July 2022, be considered."</p>		
<p>RESOLUTION NO. 3 – Appointment and Remuneration of Auditors</p> <p>Be it resolved: THAT KPMG, Chartered Accountants, be reappointed as Auditors of the Company for the next financial year and to authorize the Directors to fix their remuneration</p>		
<p>RESOLUTION NO. 4 – Declaration of Dividends</p> <p>Be it resolved: THAT no dividend be declared in respect of the year ended 30 September 2021.</p>		
<p>RESOLUTION NO. 5 – Remuneration of the Directors</p> <p>Be it resolved: THAT the amount shown in the Audited Financial Statements for the year ended 30 September 2021 as fees to the Directors for services as Directors, be and is hereby approved.</p>		
SPECIAL RESOLUTION		
<p>RESOLUTION NO. 6 – Approval of Share Buyback</p> <p>Be it resolved: THAT the Company be and is hereby authorized to make Open Market Purchases of its own shares ("Shares") on such terms and in such manner as the Directors shall from time to time determine.</p>		

Signed this ____ day of _____ 2022

Signature

NOTES:

1. This Form of Proxy must be received by Jamaica Central Securities Depository Limited at 40 Harbour Street, Kingston, not less than forty-eight (48) hours before the time appointed for the Extraordinary Annual General Meeting.
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