



**MINUTES OF RECONVENED EXTRAORDINARY GENERAL MEETING (EGM)  
QWI INVESTMENTS LIMITED  
HELD ON 19 JULY 2022 AT THE JAMAICA PEGASUS HOTEL, KINGSTON**

Present:

John Jackson (JJ)-Chairman/Shareholder/Corporate representative of shareholder, KIW International Ltd

John Mahfood (JM) – Director/Shareholder/CEO/ Corporate representative of shareholder, Jamaican Teas Limited

Carl Carby -Director/Shareholder

Malcolm McDonald-Director

Cameron Burnet –Company Secretary / Director/Shareholder/ Corporate representative of shareholder, Tekodo Investments Limited

In attendance:

Al Johnson, KPMG, Auditors of the Company

Livingston Young, Shareholder

Other QWI shareholders as per JCSD Attendance register

Weiden Daley , Hart Muirhead and Fatta , Legal Counsel to the Company

**CALL TO ORDER**

1. The AGM was called to order at 9.00m.

**OPENING REMARKS**

2. The Chairman opened the meeting and advised that the meeting was being live streamed over the internet and that online attendees were invited to send in their comments and questions as the meeting progressed. He also presented apologies for David Stephens, Director who was unable to attend the meeting in person.
3. JJ explained that the EGM was previously scheduled for 30 March 2021 but had been adjourned that day without conducting any other business after movement restrictions were introduced by the Government of Jamaica in response to the spread of COVID-19 in Jamaica. The purpose of today's EGM was to consider and if thought fit approve, adopt, ratify and confirm the following resolutions passed or purportedly passed at the shareholders meeting of 17 June 2020:

**4. AUDITORS REPORT AND APPROVAL OF 2018/19 AUDITED FINANCIAL STATEMENTS**

On a motion proposed by John Jackson and seconded by Cameron Burnet the meeting considered the following Resolution:

To receive and approve the Audited Financial Statements and the Reports of the Directors for the year ended 30 September, 2019 together with the Auditor's Report therein.

All present voted in favour and it was resolved:

"That the Audited Financial Statements, the Auditors Report and the Reports of the Directors for such period be and is hereby approved.

#### **REMUNERATION OF THE DIRECTORS**

5. On a motion moved by the Chairman and seconded by Cameron Burnet the following resolution was passed by unanimous vote:

"That the amount shown in the Audited Financial Statements for the year ended 30 September 2019 as fees to the Directors for services as Directors, be and is hereby approved."

#### **APPOINTMENT OF AUDITORS**

6. On a motion moved by the Chairman and seconded by Cameron Burnet the following resolution was passed by unanimous vote:

"That KPMG Chartered Accountants be reappointed as Auditors of the Company for the next financial year and that the Directors be authorised to fix their remuneration."

#### **ELECTION OF DIRECTORS**

7. The Chairman explained that QWI's Articles do not require the Directors to retire by rotation but do permit shareholders to propose new Directors for election by the members. He asked whether the Company Secretary had, during the period 6 March 2020 and 13 March 2020, received any Notices of persons proposed for election as Directors. Mr Burnet indicated that the company had not received any such Notice. On this basis there was no notice to put to the members at this time for the election of new Directors.

#### **DISTRIBUTIONS**

8. On a motion proposed by John Jackson and seconded by Cameron Burnet the meeting considered the following Resolution:

"That no dividend be declared in respect of the period from the incorporation of the Company to 30 September 2019."

All present voted in favour and it was resolved:

"That no dividend be declared in respect of the period from the incorporation of the Company to 30 September 2019."

#### **TERMINATION**

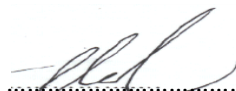
19. There being no other business the meeting adjourned at 9.15 am.

**Approved by:**



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**John Jackson-Chairman**



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**John Mahfood-Director**