



NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the **2022 Annual General Meeting** of Wigton Windfarm Limited will be held virtually on the **5th day of April, 2023 at 11 a.m.** to consider and, if thought fit, pass the following Resolutions:

To receive and adopt the Audited Financial Statements

Resolution No. 1: “THAT the Audited Financial Statements for the year ended March 31, 2022 be and the Reports of the Auditors and Directors thereon are hereby adopted.”

To ratify and declare Special Dividends

Resolution No. 2: THAT the special dividend of J\$0.0182 paid on January 17, 2022 be and is hereby ratified and declared final for the year ended March 31, 2022.

To elect Directors

In accordance with Article 101 of the Company’s Articles of Incorporation, Messrs. Dennis Chung, Dan Theoc, Nigel Davy and Hugh Johnson, retire from office by rotation and being eligible, offer themselves for re-election and appointment.

Resolution No. 3: “THAT the Director, Dennis Chung, retiring by rotation pursuant to Article 101 of the Company’s Articles of Incorporation, be and is hereby re-elected a Director of the Company.”

Resolution No. 4: “THAT the Director, Dan Theoc, retiring by rotation pursuant to Article 101 of the Company’s Articles of Incorporation, be and is hereby re-elected a Director of the Company.”

Resolution No. 5: “THAT the Director, Nigel Davy, retiring by rotation pursuant to Article 101 of the Company’s Articles of Incorporation, be and is hereby re-elected a Director of the Company.”

Resolution No. 6: “THAT the Director, Hugh Johnson, retiring by rotation pursuant to Article 101 of the Company’s Articles of Incorporation, be and is hereby re-elected a Director of the Company.”

In accordance with Article 105 of the Company’s Articles of Incorporation, Mrs. Mariame McIntosh Robinson, having been appointed by the Board of Directors effective November 1, 2022, retire from office and being eligible, offer herself for re-election and appointment.

Resolution No. 7: That the Director, Mariame McIntosh Robinson, retiring pursuant to Article 105 of the Company’s Articles of Incorporation, be and is hereby re-elected a Director of the Company.”

To approve and fix the remuneration of the Directors

Resolution No. 8: “THAT the amount included in the Audited Financial Statements of the Company for the year ended March 31, 2022 as remuneration to the Non-executive Directors for their services as Directors be and is hereby approved.”

Resolution No. 9: “THAT the fees of the Non-executive Directors for the year ended March 31, 2024 be fixed by the Nominations, Compensation and Human Resource Committee of the Board of Directors.”

To appoint Auditors and authorize the Directors to fix the remuneration of the Auditors

Resolution No. 10: “THAT PricewaterhouseCoopers, Chartered Accountants, having agreed to continue in office as Auditors, be and are hereby appointed Auditors for the Company to hold office until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Directors of the Company.”

To consider any other business which may properly be transacted at an Annual General Meeting of the Company.

Dated this 13th day of March, 2023

BY ORDER OF THE BOARD

A handwritten signature in black ink, appearing to read 'Shaun Treasure', is written over a light grey rectangular background.

Shaun Treasure
Company Secretary

Registered Office: 36 Trafalgar Road, Kingston 10, Saint Andrew, Jamaica

IMPORTANT NOTICE TO ALL SHAREHOLDERS:

This Annual General Meeting will be a virtual meeting in respect of which the following shall apply:

- (a) Attendance: All shareholders of the Company wishing to attend the meeting may join the said meeting by electronic means.
- (b) Electronic Access to the Meeting: All shareholders may register their interest in attending the meeting virtually at <https://iteneri.com/wigton> commencing **Monday, March 20, 2023**. Registration will close on **Tuesday, April 4, 2023 at 4:30p.m.** For more information on how to access the meeting by electronic means please visit the Company's website at www.wwfja.com.
- (c) Voting by shareholders at this Annual General Meeting shall take place in the following manner:
 - (i) Upon registering to attend the meeting at <https://iteneri.com/wigton> whereby voting may be done prior to or during the meeting; or
 - (ii) Completion of the Form of Proxy circulated herewith and accessible from the Company's website at www.wwfja.com indicating their Proxy, to include the Tax Registration Number of the Proxy, and how the shareholder wishes to vote in respect of each of the resolutions set out in the Notice of the Annual General Meeting.
- (d) Shareholders voting by way of the Form of Proxy may complete the Form of Proxy. The person so authorized as proxy shall be entitled to exercise the same powers as the shareholder whom he/she represents. The shareholder must deposit the completed Form of Proxy in the drop box at 36 Trafalgar Road, Kingston 10, St. Andrew, Jamaica or via email to wigton.info@wwfja.com no later than forty-eight (48) hours before the date 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 Form of Proxy.
- (e) Shareholders may submit questions to the Company by email at wigton.info@wwfja.com. Questions received prior to and during the meeting will be answered in the meeting in the time allotted by the Chairman for questions. Otherwise, answers to questions will be posted on our website at www.wwfja.com after the meeting.
- (f) Updates: Please consult the Company's website for updates regarding this Annual General Meeting.