



WIGTON WINDFARM LIMITED

DIVIDEND POLICY

MAY, 2021

A. POLICY STATEMENT

Wigton Windfarm Limited (“WWFL” or the “Company”) was established in April 2000 under the Companies Act of Jamaica as a subsidiary of the Petroleum Corporation of Jamaica (PCJ), which was then the Government of Jamaica (GOJ) entity with responsibility for energy security. WWFL was mandated to develop and operate renewable energy systems on a utility scale to supply electricity to the national grid.

In 2017 the GOJ took the decision to divest WWFL via an initial public offering on the Jamaica Stock Exchange (JSE) and this exercise was successfully completed in May 2019.

As a listed company, WWFL recognises that investors and shareholders will from time to time anticipate the payment of dividends in line with the performance of the Company and its operating and economic environment. In this regard, the Board of Directors has approved a Dividend Policy (hereinafter referred to as the “Policy”).

B. PURPOSE

This Policy outlines the guidelines applicable to WWFL for declaring and distributing dividends to shareholders out of profits, as determined by the Board of Directors, which accords with section 158 of the Companies Act and Articles 144-154 of the Company’s Articles of Incorporation.

This Policy balances the objectives of appropriately rewarding shareholders through dividends as well as the maintenance of stipulated liquidity, capital adequacy ratios and observing the Company’s restrictions on the payment of dividends set out in any corporate debt instrument.

This Policy is consistent with and should be read in tandem with the relevant policies governing the Company’s cash and capital management activities and procedures.

C. POLICY

The Company’s Board of Directors will declare, on the recommendation of the Audit, Finance and Investment Committee and at its sole discretion, dividends to shareholders, provided such declaration is in accordance with this Policy and after taking into consideration any regulatory or other requirements.

It is the intention of the Company to annually pay a dividend of not more than twenty-five per cent (25%) of audited profits after tax (less any non-cash adjustments), which is accrued monthly and paid out quarterly, as the Company continues to pay down its debt. The declaration and final value of any dividend to be paid will be determined and approved by a resolution of the Board of Directors and thereafter ratified by the shareholders at the Annual General Meeting of the Company.

A dividend, once declared, may only be paid from retained earnings and is subject to available cash flow.

No dividend shall be declared if there is or is likely to be a breach of any of the financial covenants set out in the debentures securing the Company's obligations under the following 2018 Bonds.

Series	Amount	Tenor	Coupon Rate	Maturity Date	
B	J\$1,953,000,000.00	5 years	7.40%	14	December 2023
C	J\$1,674,586,690.42	7 years	7.90%	14	December 2025
D	J\$2,011,000,000.00	10 years	8.40%	14	December 2028
Total	J\$5,638,586,690.42				

The Board of Directors, at its sole discretion, may alter the dividend pay-out ratio from the stipulated target as the need arises.

No interest shall accrue on unclaimed dividend and dividend which remain unclaimed for more than twelve (12) years from the date of declaration of such dividend shall be forfeited and revert to the Company.

D. MONITORING AND REVIEW

The Audit, Finance and Investment Committee and Board of Directors shall monitor adherence to the provisions of this Policy.

This Policy shall be reviewed at least every two (2) years by the Audit, Finance and Investment Committee, or more frequently as determined by the Board of Directors.

Any amendments to the provisions of this Policy must be submitted to the Board of Directors for its consideration and approval.

DOCUMENT CONTROL

Version	Date	Date Approved by Board	Area Changes made
1 st	May 25, 2021	May 25, 2021	
2 nd	September 8, 2022	September 8, 2022	No changes