

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Annual General Meeting of VM INVESTMENTS LIMITED (the “Company”) will be held at Training Room, VM Group Corporate Office, 73-75 Half Way Tree Road, Kingston 5, in the parish of Saint Andrew on **Wednesday, June 11, 2025 at 3:00 p.m.** to consider, and if thought fit, pass the following resolutions:

1. Resolution No.1 – Audited Accounts

“**THAT** the Audited Accounts of the Company for the year ended December 31, 2024, and the Reports of the Directors and Auditors, circulated with the Notice convening the Meeting, be and are adopted.”

2. Resolution No. 2 – Declaration of Dividend

“**THAT** the interim dividend of \$0.032 per stock unit, paid on July 9, 2024, be and is hereby ratified and declared for the financial year ended December 31, 2024.”

“**THAT** the interim dividend of \$0.053 per stock unit, paid on December 5, 2024, be and is hereby ratified and declared as the final dividend for the financial year ended December 31, 2024.”

3. Resolution No. 3 – Retirement of Directors

3A) Retirement by Rotation pursuant to Article 108:

“**THAT** Director **Mr. Michael McMorris** retiring by rotation pursuant to Article 108, of the Articles of Incorporation, who being eligible for re-election, is hereby elected.”

“**THAT** Director **Mr. Matthew Wright** retiring by rotation pursuant to Article 108, of the Articles of Incorporation, who being eligible for re-election is hereby elected.”

“**THAT** Director **Mr. Rezworth Burchenson** retiring by rotation pursuant to Article 108, of the Articles of Incorporation, who being eligible for re-election is hereby elected.”

3B) Retirement Pursuant to Article 106:

“**THAT** Directors Maria Evelyn-Robinson and Frederick Williams, having been appointed effective February 12, 2025 and March 24, 2025, respectively as additions to the Board since the date of the last Annual General Meeting, and retiring pursuant to the Article 106 of the Articles of Incorporation, being eligible for re-election, be and are hereby re-elected.”

4. Resolution No. 4 – Directors’ Remuneration

“**THAT** the amount of \$25,251,000 included in the Audited Consolidated Accounts of the Company for the year ended December 31, 2024, as remuneration for their services as Directors be and is hereby approved.”

5. Resolution No. 5 – Appointment of Auditors

“**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 a remuneration to be agreed with the Directors.”

DATED this 14th day of May 2025.

BY ORDER OF THE BOARD



KERI-GAYE BROWN
CORPORATE SECRETARY

REGISTERED OFFICE
6-10 Duke Street
Kingston

A Shareholder of the Company, entitled to attend and vote, is entitled to appoint a Proxy to attend and vote in his/her stead, and a Proxy need not be a Shareholder.

If you are unable to attend the Meeting, a Form of Proxy is enclosed for your convenience. The Form should be lodged at the Registered Office of the Company, at least forty-eight (48) hours before the time appointed for the Meeting.

The Proxy Form should bear stamp duty of \$100.00 or such amounts as prescribed by the Stamp Duty Act before being signed. The stamp duty may be paid by adhesive stamp(s), which are to be cancelled by the person executing the Proxy.