

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Annual General Meeting of VICTORIA MUTUAL INVESTMENTS LIMITED (the “Company”) will be held virtually via a private-user platform and via the Victoria Mutual Group’s social media channels, on **Tuesday, May 25, 2021 at 2:00 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, 2020 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 \$0.03 per Stock unit, paid on March 27, 2020, be and is hereby ratified and declared as the final dividend for the financial year ended December 31, 2020.

3 Resolution No. 3

3A) Retirement by Rotation pursuant to Article 108:

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

“THAT Director **Mr. Milton Samuda** 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.”

4 Resolution No. 4 Directors’ Remuneration

“THAT the amount of \$10,124,000 included in the Audited Accounts

of the Company for the year ended December 31, 2020 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 16th day of March, 2021

BY ORDER OF THE BOARD

Keri-Gaye Brown
Corporate Secretary

REGISTERED OFFICE
6-10 Duke Street
Kingston

Special instructions to participate in the VMIL AGM

In light of protocols in place to contain the spread of the COVID-19 virus, all VMIL Shareholders will be able to participate in the 4th VMIL AGM virtually only.

Given social distancing guidelines, and restrictions put in place by the Disaster Risk Management Act, all Shareholders will be able to join and participate in the meeting online via a private-user platform. Shareholders will receive a unique password to be able to access the platform and to vote on relevant matters. All Shareholders will be emailed information on their unique user-access password and given instructions on how to access the platform. Additionally, for further information on details surrounding the 4th VMIL AGM, all Shareholders may visit <https://vminvestments.vmb.com/4thvmilagm/>