



NOTICE OF

# ANNUAL GENERAL MEETING

The Board of Directors of the Seprod Group invite all shareholders to attend the 86th Annual General Meeting, which will be held on

**Monday, July 28, 2025, at 10:00 A.M.**  
in a hybrid format at the  
**Terra Nova All-Suite Hotel,  
17 Waterloo Road, Kingston 10.**

Pre-registration is required and must be completed at [www.iteneri.com/seprod](http://www.iteneri.com/seprod) by July 27, 2025.

## The purpose of the Annual General Meeting is:

### 1. To receive the Audited Accounts and the Reports of the Directors and Auditors

To consider and if thought fit pass the following resolution: "THAT the Directors' Report, the Auditors' Report and the Audited Accounts for the year ended December 31, 2024 be and are hereby adopted."

### 2. To elect Directors

The Directors retiring from office by rotation pursuant to Articles 89 and 91 of the company's Articles of Association are Messrs. Christopher Gentles, Nicholas Jones, Patrick Scott, Mark Suomi and Mr. A. Mark Hart.

To consider and if thought fit pass the following resolutions:

#### Resolution 2 (a)

That the directors retiring from office by rotation and offering themselves for re-election be elected en-bloc.

#### Resolution 2 (b)

"THAT Messrs. Christopher Gentles, Nicholas Jones, Patrick Scott, Mark Suomi and Mr. A. Mark Hart be re-elected as Directors."

### 3. To fix the remuneration of Directors

To consider and if thought fit pass the following resolution:

"THAT the amount shown in the Audited Accounts as Directors Remuneration for the year ended 31st December, 2024 be and is hereby approved."

### 4. To appoint Auditors and authorize the Directors to fix the remuneration of the Auditors.

To consider and if thought fit pass the following resolutions:

#### Resolution 4 (a)

"THAT PricewaterhouseCoopers having indicated their willingness to continue in office as Auditors be re-appointed Auditors for the ensuing year."

#### Resolution 4(b)

"THAT the Directors be authorized to agree on the remuneration of the auditors.

### 5. To transact any other business which may properly be transacted at an Annual General Meeting.

DATED this 26th day of March, 2025

**BY ORDER OF THE BOARD**

Damion Dodd  
Corporate Secretary

A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of him/her. A proxy need not be a member. Proxy forms must be lodged with the Company Secretary at the Company's registered office, 3 Felix Fox Boulevard, Kingston, not less than 48 hours before the time of the meeting.

The 2024 Annual Report is available for viewing and downloading at:

**[www.seprod.com/investor-relations](http://www.seprod.com/investor-relations)**

**[www.jamstockex.com](http://www.jamstockex.com)**

You may also request a hard copy by sending an email to **[shareholders@seprod.com](mailto:shareholders@seprod.com)** or by calling the Secretariat Department at **(876)922-1220**.

## FORM OF PROXY

I.....  
(Name)

of.....  
(Address)

being a member of Seprod Limited, hereby appoint.....  
(Name)

of.....  
(Address)

or failing him.....  
(Name)

of.....  
(Address)

as my proxy to vote for me on my behalf at the Annual General Meeting of the Company to be held on the **28<sup>th</sup>** day of **July, 2025**, and at any adjournment thereof.

Please indicate by inserting a tick in the appropriate box, how you wish your votes to be cast. Unless otherwise instructed, the proxy will vote or abstain from voting at his/her discretion.

Resolution	For	Against
1		
2a		
2b		
3		
4a		
4b		

.....  
Signature

.....  
Date

Notes:

- 1) If the appointer is a corporation, this form must be under its common seal and under the hand of an officer or attorney duly authorised.
- 2) To be valid, this proxy must be lodged with the Secretary of the Company, 3 Felix Fox Boulevard, Kingston, not less than 48 hours before the time appointed for holding the meeting. A proxy need not be a member of the Company.

**\$100.00**  
**stamp**  
**to be affixed**