

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Forty Fifth Annual General Meeting of Barita Investments Limited (the “Company”) will be held on Friday, June 30th 2023 at 10:00 a.m., as a virtual-only meeting, to consider and if thought fit pass the following resolutions:

ORDINARY BUSINESS

Ordinary Resolutions

1. To receive and consider the Directors’ Report and Financial Statements for the year ended September 30, 2022, and the Report of the Auditors thereon.

Resolution 1

“THAT the Audited Accounts together with the Reports of the Directors and the Auditors circulated with the Notice convening the Meeting be and are hereby adopted.”

2. To approve and ratify the Interim Dividend Payments and declare them final.

Resolution 2

“THAT the interim dividends of \$3.029 paid on October 7, 2021 and \$0.546 paid on June 30,

2022 be treated on the recommendation of the Directors as the final dividends for the financial year ended September 30, 2022.”

3. Election of Directors.

Article 93 of the Articles of Incorporation provides that one-third of the Board, or if the number of directors is not three or a multiple of three, then the number nearest to one-third, shall retire from office at each Annual General Meeting. The Directors retiring under this Article are Messrs. Carl Domville, Paul Simpson, and Robert Drummond, who being eligible, offer themselves for re-election.

The proposed resolutions are therefore as follows:

Resolution 3 (a)

“THAT Director Carl Domville who retires by rotation and being eligible for re-election be and is hereby re-elected a Director of the Company.”

Resolution 3 (b)

“THAT Director Paul Simpson who retires by rotation and being eligible for re-election be and is hereby re-elected a Director of the Company.”

Resolution 3 (c)

“THAT Director Robert Drummond who retires by rotation and being eligible for re-election be and is hereby re-elected a Director of the Company.”

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

Resolution 4

“THAT BDO Jamaica, having agreed to continue to serve as auditors, be and are hereby appointed Auditors of Barita Investments Limited, to hold office until the next Annual General Meeting, at a remuneration to be fixed by the Directors of the Company.”

5. To approve Directors’ Remuneration.

Resolution 5

“THAT the amount included in the Audited Accounts of the Company for the year ended September 30, 2022 as remuneration for their services as Directors be and is hereby approved.”

6. To consider any other Resolution(s) in respect of any other business which can be transacted at an Annual General Meeting.

Meeting instructions

1. Shareholders will not be able to attend the virtual-only meeting (E-AGM) in person.

2. In order to comply with the Companies Act and facilitate participation of its shareholders in the E-AGM Barita will be utilizing an electronic software platform (“E-Platform”). Shareholders will be asked to register in order to participate in the E-AGM and may do so by logging-on to the E-Platform using <https://iteneri.com/barita>. In addition to viewing the E-AGM and voting on resolutions raised during the E-AGM on the E-Platform, shareholders will also be able to send their questions and/or comments during the E-AGM.

3. Further information as to how to log on to the E-Platform and register for the E-AGM will be provided closer to the date of the meeting. Please check the Company’s website and social media pages and the Jamaica Stock Exchange’s website for information and updates leading up to the meeting.

4. All shareholders who intend to participate in the E-AGM are required to register using their JCSD account number on the E-Platform. Information on your JCSD account number can be requested from our Registrar at:

JAMAICA CENTRAL SECURITIES DEPOSITORY

EMAIL: JCSDRS@JAMSTOCKEX.COM

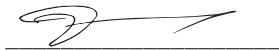
TELEPHONE: (876) 967-3271

5. Please note that registration must be completed for you to be admitted into the E-AGM and we

encourage shareholders to register early so that any registration issues can be resolved ahead of the E-AGM. Shareholders who are unable to participate in the E-AGM and wish to vote by proxy must complete a proxy form, to include the Taxpayer Registration Number for their proxy holder and submit the proxy form to the Registrar: Jamaica Central Securities Depository Limited at 40 Harbour Street, Kingston at least 48 hours ahead of the E-AGM.

Dated this 4th day of May 2023

By Order of the Board

A handwritten signature in black ink, appearing to read 'Malindo Wallace', is written over a horizontal line.

MALINDO WALLACE

Corporate Secretary

Registered Office

15 St. Lucia Way

Kingston 5

Please note - A member entitled to attend and vote at the above-mentioned meeting is entitled to appoint one or more proxies to attend and on a poll to vote in his stead. Such proxy must be lodged at the Company's Registered Office no less than forty-eight hours before the time appointed for the meeting. The Proxy Form shall bear the stamp duty of J\$100.00. A proxy need not be a member. The stamp duty may be paid by adhesive stamp(s) to be cancelled by the person executing the Proxy Form. A suitable form of proxy is enclosed for convenience.