

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the ANNUAL GENERAL MEETING of Image Plus Consultants Limited (the Company) will be held on **Monday, July 15, 2024, at 10:00 A.M.**, in a hybrid format: (i) at the **Terra Nova Hotel – Pavilion**, located at **17 Waterloo Road, Kingston 10, Jamaica**, for attendance in person; and (ii) via electronic means using the following virtual details below**.

The meeting is being held under the provisions of the Companies Act of Jamaica 2004 (as amended), to consider and, if thought fit, to pass the following Ordinary Resolutions:

RESOLUTION 1

To receive the Reports of the Directors and Auditors and the Audited Accounts for the twelve (12) months ended February 29, 2024:

"THAT the Audited Accounts and the Reports of the Directors and Auditors for the year ended February 29, 2024, circulated with the notice convening the meeting be and are hereby adopted".

RESOLUTION 2

To ratify interim dividend payment and declare it final:

"THAT the interim dividend of \$0.03 per share paid on July 11, 2024, be and is hereby ratified and declared as the final dividend in respect of the year under review".

RESOLUTION 3

To Re-Appoint Directors retiring by rotation pursuant to Article 105:

The directors retiring from office by rotation pursuant to Article 105 of the Company's Articles of Incorporation are Directors Dr Steven Lewis, Dr Marian Allison Vaughan, Dr Jacqueline Leckie who being eligible offer themselves for re-election.

(a) "THAT Dr Steven Lewis who retires by rotation and is eligible for re-election be and is hereby re-elected a Director of the Company";

(b) "THAT Dr Marian Allison Vaughan who retires by rotation and is eligible for re-election be and is hereby re-elected a Director of the Company";

(c) "THAT Dr Jacqueline Leckie who retires by rotation and is eligible for re-election be and is hereby re-elected a Director of the Company"

REGISTERED OFFICE

2A Molynes Road, Kingston 10

NB: A member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote in his/her stead. A Proxy need not be a member of the Company.

If you are unable to attend, we enclose a Form of Proxy for your convenience. This should be completed and deposited with the Secretary at the Registered Office of the Company at 2A Molynes Road, Kingston 10 no less than forty-eight (48) hours before the time appointed for holding the meeting. The Form of Proxy shall bear the stamp duty of \$100.00. The stamp duty may be paid by adhesive stamp(s) to be cancelled by the person executing the Proxy.

RESOLUTION 4

To appoint auditors and authorise the Directors to fix the remuneration of the Auditors:

"THAT HLB Mair Russell, Chartered Accountants having agreed to continue in office as auditors, be and are hereby re-appointed auditors of the Company to hold office until the next annual general meeting at a remuneration to be fixed by the Directors of the Company".

RESOLUTION 5

To approve Directors' Remuneration:

"THAT the amount included in the Audited Accounts of the Company for the year ended February 29, 2024, as remuneration for their services as Directors be and is hereby approved."

Dated this 20th day of June 2024

By Order of the Board



Mr. Karl Townsend
Secretary

**To register for this AGM, please have your JCSID number or TRN ready and visit <http://iteneri.com/imageplus>. Once you have navigated to the page:

- Select View More
- Then Select Register/Join Event
- Input your name and email address to create a user profile
- You will then be taken to the registration form where you will input your JCSID number/TRN



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ANNUAL REPORT 2024