



► Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Annual General Meeting of **VM GROUP LIMITED** (the “Company”) will be held at the The Jamaica Pegasus Hotel on Tuesday, **July 29, 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 - Retirement of Directors

2A) Retirement by Rotation pursuant to Article 82:

“**THAT** Director **Mr. Brian Goldson** retiring by rotation pursuant to Article 82, of the Articles of Incorporation, who being eligible for re-election, is hereby elected.”

“**THAT** Director **Mrs. Sandra Shirley-Auxilly** retiring by rotation pursuant to Article 82, of the Articles of Incorporation who being eligible for re-election is hereby elected.”

3 Resolution No. 3 – Directors’ Remuneration

“**THAT** the amount of \$11,787,000 included in the Audited Accounts of the Company for the year ended December 31, 2024, as remuneration for their services as Directors be and is hereby approved.”

4. Resolution No. 4 – 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 27TH DAY OF MAY 2025

BY ORDER OF THE BOARD

Keri-Gaye Brown
Corporate Secretary
REGISTERED OFFICE
6-10 Duke Street
Kingston