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 28, 2026, 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, 2025, 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. Michael McAnuff-Jones** retiring by rotation pursuant to Article 82, of the Articles of Incorporation, who being eligible for re-election, is hereby elected."

   "THAT Director **Mrs. Jeanne Robinson-Foster** 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 $25,245,000 included in the Audited Accounts of the Company for the year ended December 2025, as remuneration for their services as Directors be and is hereby approved."

4. **Resolution No. 4 – Appointment of Auditors**

   To appoint PricewaterhouseCoopers (PwC) as Auditors of the Company to hold office until the next Annual General Meeting, at a remuneration to be fixed by the Directors.

DATED this 10th day of April 2026

BY ORDER OF THE BOARD

Keri-Gaye Brown
Corporate Secretary

REGISTERED OFFICE
6-10 Duke Street
Kingston

A Member of the Company, entitled to attend and vote, is entitled to appoint a Proxy to attend and vote in his/her stead, and a Proxy need not be a Member.

If you are unable to attend the Meeting, a Form of Proxy is enclosed for your convenience. The Form should be lodged at the Registered Office of the Company, at least forty-eight (48) hours before the time appointed for the Meeting.

The Proxy Form should bear stamp duty of $100.00 or such amounts as prescribed by the Stamp Duty Act before being signed. The stamp duty may be paid by adhesive stamp(s), which are to be cancelled by the person executing the Proxy.

VM GROUP

Transform Your Everyday