

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 2022 ANNUAL GENERAL MEETING of FUTURE ENERGY SOURCE COMPANY LIMITED (“the Company”) will be held as a hybrid meeting (see **Meeting Instructions** below) at The Jamaica Pegasus Hotel, 81 Knutsford Boulevard, Kingston 5, in the parish of Saint Andrew, Jamaica, and electronically via <https://iteneri.com/fesco> at 10:30am on Friday, September 23, 2022 to transact business described, and to consider and if thought fit pass the resolutions, as follows:-

ORDINARY BUSINESS

Ordinary Resolutions

1. Audited Accounts for the Year Ended March 31, 2022

Resolution:

“**THAT** the Audited Accounts for the year ended March 31, 2022 **AND** the Reports of the Directors and the Auditors, circulated with the Notice convening the Meeting, be and are hereby adopted.”

2. Ratification and Declaration of Dividends

a) Resolution:

“**THAT** the interim dividend for the year ended March 31, 2022 of \$0.01 per share of record date April 22, 2022 and paid June 24, 2022 be and is hereby ratified.”

b) Resolution:

“**THAT** as recommended by the Directors, a final dividend payment for the year ended March 31, 2022 at \$0.016 per ordinary share of record date October 7, 2022, ex-dividend date October 6, 2022 and payable October 28, 2022 be and is hereby declared.”

3. Election of Directors

In accordance with **Article 102** of the Company’s Articles of Incorporation one-third of the Directors (not including the Managing Director – Article 120) are retiring by rotation, and being eligible offer themselves for re-election (Article 104), they are: Mr. Trevor Barnes, Mr. Hugh Coore, Mr. Errol McGaw, and Mr. Junior Williams.

Resolutions:

a) “**THAT**a) Mr. Trevor Barnes, retired by rotation, be and is hereby re-elected a Director.”

b) “**THAT** b) Mr. Hugh Coore, retired by rotation, be and is hereby re-elected a Director.”

c) “**THAT** c) Mr. Errol McGaw, retired by rotation, be and is hereby re-elected a Director.”

d) “**THAT** d) Mr. Junior Williams, retired by rotation, be and is hereby re-elected a Director.”

4. Re-Appointment of Auditors and their Remuneration

Resolution:

“**THAT** the Auditors, Baker Tilly Strachan Lafayette (t/a Bakertilly), having indicated their willingness to continue in office, be and are hereby re-appointed until the conclusion of the next annual general meeting, at a remuneration to be fixed by the Directors.

5. Remuneration of Directors

a) “**THAT** the Directors be and are hereby empowered to fix the remuneration of the Executive Directors.”

b) “**THAT** the total Director fees for Non-Executive Directors in the sum of \$4,955,000.00 in the Accounts for the year ended March 31, 2022, be and is hereby approved”

6. Resolutions in respect of any other competent business.

IMPORTANT NOTE FOR MEMBERS WHO ARE NOT ABLE TO ATTEND:

A Member of the Company entitled to attend and vote at this meeting is entitled to appoint another person as a Proxy to attend and vote on his/her behalf, and a Proxy need not be a Member. If you are not able to attend in-person or online, enclosed is a Proxy Form for your convenience. When completed, this Form must be deposited at the Registrar of the Company, the Jamaica Central Securities Depository Limited (JCSD), at 40 Harbour Street, Kingston, Jamaica at least **48 hours** before the time appointed for this Meeting. The Proxy Form shall bear the stamp duty of \$100.00 before being signed. The stamp duty may be paid by adhesive stamp(s) to be cancelled by the person signing the Proxy.

Dated this 12th day of August, 2022
BY ORDER OF THE BOARD OF DIRECTORS



KAYOLA MUIRHEAD
COMPANY SECRETARY

Meeting Instructions

1. Members (or their Proxies) and Non-Members of the Company are required to register to attend the Annual General Meeting (AGM) in-person or on-line.

Registration for In-Person Attendance

2. A limited number of individuals are able to attend in-person and must RSVP by email with subject “**AGM Attendance**” indicating **name, membership status (member, proxy or non-member), and contact number by midnight on Wednesday, September 14, 2022** to investors@fescoja.com and await email confirmation.

Registration for Online Attendance

3. During the period September 12 - 21, 2022, visit <https://iteneri.com/fesco> (Google Chrome browser is recommended) with your JCSD number to complete registration.

4. Your JCSD number may be confirmed by:

- a. Reviewing your dividend cheque or payment advice for “Account Number”.
- b. Contacting the Registrar Services Unit of the Jamaica Central Securities Depository (JCSD) at (876)967-3271 or via e-mail at jcsdrs@jamstockex.com.
- c. Contacting your investment broker

5. On completion of registration and verification an electronic link and password will be sent to the same e-mail address that was used for registration. The link and password may be used by only one user and should not be shared with anyone.

Participation (In-person & Online)

6. The online platform’s chat feature will be enabled and the attendees’ microphones muted for the entire duration of the general meeting.

7. Questions may be submitted by email to investors@fescoja.com up to 10am the morning of the AGM, however questions related to the Audited Accounts may also be submitted using the Question and Answer option on the virtual platform. Questions will be addressed during the time allotted to Questions & Answers on the Agenda.

8. Only registered Members or their Proxies may vote on resolutions. Voting may be done prior to the start of the AGM.

9. Persons experiencing any problems in the registration process or who have any questions regarding the registration and participation in the AGM, should send an e-mail to our Registrar at jcsdrs@jamstockex.com.