

NOTICE OF
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
OF
MPC CARIBBEAN CLEAN ENERGY LIMITED (“COMPANY”)

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Company will be held on the 17th day of June, 2019 at 10:00 a.m. at Accra Beach Hotel & Spa, Christ Church BB 15139, Barbados, West Indies and the following matters will be considered:

- 1. To provide a summary of the 2018 Annual report of the Company including references to the audited and comparative financial statements.**
- 2. To present and approve the audited Financial Statements for the year ended December 31st, 2018.**
Resolution No. 1: That the Directors’ Report, the Auditor’s Report and the Financial Statements of the Company for the year ended December 31, 2018, be approved”
- 3. An update to be delivered by the Investment Advisor on the outlook of the strategy of the Investment Company.**
- 4. To re-appointment of the auditors and authorize the Directors to fix the remuneration of the Auditors. To consider and (if thought fit) pass the following resolution:**
Resolution No. 2: “That BDO Barbados registered by BDO Professional Services Limited be and are hereby appointed Auditors of the Company and to hold office until the next General Election at a remuneration to be fixed by the Directors of the Company.”
- 5. Re-election of Directors - Gerard A. Borely, Alastair Dent, A. Mark D. Hart, Steven D. Marston, Guardian Nominees (Barbados) Limited. To consider and (if thought fit) pass the following resolution:**
Resolution No. 3: “To approve the re-election of the Directors recommended for the appointment to the Board of Directors of the Company, that the following directors be and are hereby re-elected as Directors - Gerard A. Borely, Alastair Dent, A. Mark D. Hart, Steven D. Marston, Guardian Nominees (Barbados) Limited.”
- 6. To Amend the Company’s By-Laws Sections 19.1 and 19.11 be amended to include the use of electronic communication for the issuance of Notices**
Resolution: No. 4: “To approve that the Company’s By-Laws Sections 19.1 and 19.11 be amended and restated to allow the use of electronic communication for the issuance of Notices.”

Dated this May 22nd, 2019

BY ORDER OF THE BOARD



MPC CARIBBEAN CLEAN ENERGY LIMITED
Per: Trident Corporate Services (Barbados) Limited, Secretary
By: Gayle A. Hutchinson/Amanda G. McKay

Annexes will only be provided to shareholders directly:

Annex 1: Important notices to shareholders

Annex 2: Ballot Paper regarding item 2 and 6