

**SCHEDULE 3**

**FORM ECSRC - MC**

***NOTIFICATION OF MATERIAL CHANGE  
PURSUANT TO SECTION 98 (3) OF THE SECURITIES ACT,  
CHAPTER 299A***

Date of Report August 22, 2016

Grenada Electricity Services Limited  
(Exact name of reporting issuer as specified in its charter)

Territory and date of Incorporation Grenada

Issuer Registration Number: GRENLEC27091960GR

P.O. Box 381, Dusty Highway, Grand Anse, St. George's, Grenada  
(Address of principal office)

Reporting issuer's:

Telephone number (including area code): (473) 440-3391

Fax number: (473) 440- 4106

Email address: mail@grenlec.com

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(Former name or former address, if changed since last report)

At an Extraordinary General Meeting (excluding the Government of Grenada) held on Monday August 15, 2016 the following special resolution was passed based on a poll of security holders:

**SPECIAL RESOLUTION OF  
GRENADA ELECTRICITY SERVICES LIMITED**

**RESOLVED** as a special resolution that:-

1. Grenada Electricity Services Limited ("the Company") is hereby authorized to take, and it is hereby approved that the Company shall take, all such measures as are within the law, including but not limited to legal proceedings or alternative dispute resolution proceedings (whether such proceedings be conducted within or outside of Grenada),

found or deemed necessary or desirable to protect and preserve the assets of the Company and the rights of the Shareholders of the Company as are set out in sections 3, 13 and 29 of the Electricity Supply Act Chapter 86A of the 2010 Revised Laws of Grenada.

2. The Company is authorised to expend such sums as are found or deemed necessary or desirable to retain the necessary expertise, including but not limited to financial, accounting, valuation, technical and legal advisers or legal counsel to enable the Company to carry out and give effect to the above.
3. The directors and proper officers of the Company be and are hereby authorised to do all things and execute all instruments and documents necessary or desirable to carry out and give effect to the above.

The requirement for a special resolution is that it be passed by a majority of not less than 75 per cent of the votes cast by the shareholders who voted in respect of the resolution. The poll conducted resulted in a vote of 84.67 per cent in favour of the resolution.

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**SIGNATURES**

Name of Corporate Secretary

**Benedict Brathwaite**

B.A. Brathwaite

Signature

22.8.16

Date

Name of Director:

**Linda George-Francis**

L. George-Francis

Signature

22/08/16

Date