



**NOTICE OF MEETING**

NOTICE IS HEREBY GIVEN that the twenty-fifth Annual General Meeting of the Company, as a Public Company, will be held at Ocean Terrace Inn, Wigley Avenue, Fortlands, Basseterre, St. Kitts on Thursday 14<sup>th</sup> April 2016 at 5 o'clock in the afternoon for the following purposes:

1. To receive and consider the Financial Statements for the year ended 30 September 2015.
2. To receive and consider the Report of Directors thereon.
3. To receive and consider the Report of Auditors thereon.
4. To declare a Dividend.
5. To appoint Directors in place of those retiring.
6. To appoint Auditors and fix their remuneration.
7. To consider and if thought fit to pass the following special resolution in accordance with Article 6 of the Company's Memorandum of Association:

**"BE IT RESOLVED** that the authorized share capital of the Company be increased from EC\$50,000,000 consisting of 50,000,000 ordinary shares of a stated value of EC\$1 each to EC\$100,000,000 consisting of 100,000,000 ordinary shares of a stated value of EC\$1 each".

8. To consider and if thought fit to pass the following ordinary resolution in accordance with Article 145 of the Company's Articles of Association

**"BE IT RESOLVED** that from undivided profits of the Company available for distribution the sum of EC\$30,148,430 be capitalized to the members in proportion to the stated amounts of the shares held by them respectively and that the same be applied in payment up in full unissued shares of the Company of a stated amount equal to that sum and that the said shares be allotted to the shareholders in the proportion of one bonus share for each share currently held by a shareholder.

And be it resolved that the Chairman of the Board of Directors of the Company be and is hereby authorized to take all further action and to sign all documents required to have the said bonus shares entered in the shareholding records maintained on the Company's behalf by the Eastern Caribbean Central Securities Registry and (where required) in other records of the Company".

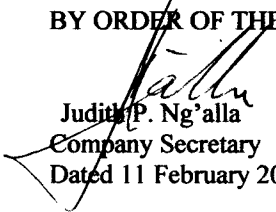
9. To consider and if thought fit to pass the following ordinary resolution in accordance with Article 129 of the Company's Articles of Association:

**"BE IT RESOLVED** that the meeting recognizes the benefit to the Company of short term borrowings from individuals and entities connected to the Company. The meeting acknowledges the authority of the Board of Directors to determine the policy for such borrowings which serves the best interests of the Company. All directors, not withstanding their personal interests, are authorized to vote on the terms of said policy and on resolutions of the Board of Directors to implement the same and on resolutions to ratify prior Board decisions which accord with the policy"

NOTE: A member is entitled to appoint a proxy to attend and on a poll to vote instead of him/her. A form of proxy is enclosed. Proxies must reach Secretary at least 48 hours prior to date of Annual General Meeting.

Marshall House  
1 Independence Square West  
Basseterre  
St. Kitts

BY ORDER OF THE BOARD

  
Judith P. Ng'alla  
Company Secretary  
Dated 11 February 2016

Additional copies of the Annual Report may be printed from the Company's website [www.horsfords.com/horsford/investor.asp](http://www.horsfords.com/horsford/investor.asp)