



FORMAL ORDER

**IN THE SUPREME COURT OF JUDICATURE OF JAMAICA
IN THE COMMERCIAL DIVISION
CLAIM NO. SU2020CD00300**

**IN THE MATTER OF THE COMPANIES ACT OF
JAMAICA**

AND

**IN THE MATTER OF AN APPLICATION FOR
DIRECTIONS PURSUANT TO SECTION 130(2) OF THE
COMPANIES ACT OF JAMAICA**

AND

**IN THE MATTER OF SAGICOR SELECT FUNDS
LIMITED**

**IN CHAMBERS (via video conference)
BEFORE THE HONOURABLE MRS. JUSTICE L. PALMER HAMILTON
ON THE 10th DAY OF AUGUST 2020**

UPON THE FIXED DATE CLAIM FORM filed the 27th day of July 2020 coming on for hearing this day and after hearing Mrs Symone Mayhew and Miss Lesley – Ann Stewart, Attorneys-at-Law instructed by Mrs Symone M. Mayhew, Attorney -at-Law for the Applicant, Ms. Catherine Williams and Ms Novia Cottrell instructed by the Director of State Proceedings for the Attorney General, Ms. Camilla Paris Campbell for and on behalf of the Financial Services Commission and upon the Applicant’s representatives, Ms Janice Grant Taffe and Ms. Marvia Williams, being present, **IT IS HEREBY ORDERED AS FOLLOWS:**

1. Notwithstanding the provisions of the Companies Act and the provisions of the articles of incorporation for Sagicor Select Funds Limited regarding the holding of Annual General Meetings and any notice of an Annual General Meeting, information, circular or other documents that may be or already have been disseminated by Sagicor Select Funds Limited (“the Company”), the Company may call and conduct its 2020 Annual General Meeting (“the Annual General Meeting”, which term includes Annual General Meetings conducted following an adjournment or postponement) in accordance with this order and any Annual General Meeting called or held in accordance with this order shall be valid.

2. The Company is permitted to conduct its Annual General Meeting by either:
 - a. Holding a meeting with one or more shareholders present at a physical venue with a live stream or broadcast of the meeting by electronic means or software (including webcasting, videoconferencing, teleconferencing, a combination of these and/or other electronic means) which allows all shareholders access to see and hear the proceedings, ask questions in such reasonable order and manner as the chairman may allow, and to vote electronically including before the meeting or by a proxy chosen from among the persons the company indicates will be physically present at the meeting; or
 - b. Holding a meeting entirely by live stream or broadcast of the meeting by electronic means or software (including webcasting, videoconferencing, teleconferencing, a combination of these and/or other electronic means) which allows all shareholders access to see and hear the proceedings, ask questions in such reasonable order and manner as the chairman may allow, and to vote electronically including before the meeting.
3. The Company is permitted to provide its shareholders with notices of the Annual General Meeting, resolutions, draft resolution proposed to be passed, circulated, proxy forms, financial including profit and loss accounts, balance sheets and auditor's reports and other documents necessary or relevant for the conduct of an Annual General Meeting by one or more of the following means: electronic mail, pre-paid mail, posting links to access the documents on the Company's websites
4. It is declared that any notice or document delivered in accordance with this order shall satisfy all requirements for serving documents for an Annual General Meeting notwithstanding any provision to the contrary in the Companies Act or the Company's articles of incorporation.
5. The failure or inability of a shareholder to attend or remain in an Annual General Meeting held in accordance with paragraph 2 above as a result of mistake or of events beyond the control of the Company shall not invalidate any resolutions passed or proceedings taken at the Annual General Meeting.

6. Liberty to apply.
7. The Claimant's Attorney-at-Law is to prepare, file and serve the orders made herein.

BY THE COURT

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fel C. Bennett

JUDGE/REGISTRAR



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fel
Filed by SYMONE MAYHEW, Attorney-at-Law #3411 of Unit 11, Seymour Park, 2 Seymour Avenue, Kingston 6, Telephone number 927-8505 Facsimile 927-8663 email: mayhewlaw@gmail.com, Attorney-at-law for and on behalf of the Applicant whose address for service is that of its said Attorney-at-Law.