

CAYMAN ISLANDS INSTITUTE OF PROFESSIONAL ACCOUNTANTS

NOTICE IS HEREBY GIVEN that the **ANNUAL GENERAL MEETING** of the Company will be held at the George Town Yacht Club – 606 N Sound Rd George Town, Grand Cayman on Friday, 1 March 2019 at 4:30pm, for the following purposes:

Special Resolutions:

1. THAT the amended and restated Memorandum of Association of the Company produced to the Meeting be and is hereby adopted in substitution for and to the complete exclusion of the existing Memorandum of Association of the Company.
2. THAT the amended and restated Articles of Association of the Company produced to the Meeting be and are hereby adopted in substitution for and to the complete exclusion of the existing Articles of Association of the Company.

Ordinary business:

3. To receive and adopt the audited accounts of the Company for the financial period ending on 31 December 2018.
4. To approve the appointment of the auditors and to authorize Council to determine their remuneration.
5. To appoint Chris Gauk as President to serve until the next Annual General Meeting of the Company.
6. To appoint Francois Lamontagne as Vice President to serve until the next Annual General Meeting of the Company.
7. To appoint James George as Secretary to serve until the next Annual General Meeting of the Company.
8. To appoint (subject to the approval of the Governor-in-Cabinet, where necessary) the following twelve persons to serve as Council Members until the next Annual General Meeting of the Company: -

Carolyn DuToit
Mike Mannisto
David Walker

Ben Leung
Rennie Khan
Craig Smith

Peter Small
Baron Jacob
Francois Lamontagne

Laurie Mernett
Serge Berube
Wanda Mellaneo

9. To receive the outgoing President's Report.
10. To receive the incoming President's Report.
11. To receive the CEO's Report.

Dated: 7 February 2019

By Order of the Council

Registered Office:

SH Corporate Services Ltd
Harbour Centre
PO Box 61
Grand Cayman, KY1-1102
CAYMAN ISLANDS

Note: A member who is entitled to attend and vote at this meeting is entitled to appoint a proxy and to vote instead of him. A proxy form for use by members is enclosed.

A proxy holder must be a full member of the Company.

Any instrument appointing a proxy must be delivered to the offices of CIIPA, 9 Forum Lane, Camana Bay, PO Box 1577, Grand Cayman, KY1-1110 no later than 1 day prior to the time for holding the meeting (or adjourned meeting) or delivered at registration on the day of the Annual General Meeting and in default the instrument of proxy shall not be treated as valid although the chairman of the meeting may in his discretion accept an instrument of proxy sent by facsimile transmission or electronic means upon receipt of a confirmation that the signed original thereof has been sent.