



PORTDENARAUMARINA

2020 ANNUAL GENERAL MEETING RESOLUTIONS

The Resolutions of 2nd Annual General Meeting (AGM) of Port Denarau Marina Limited held on Thursday, 14th January 2021 at 12pm at Port Denarau Marina Yacht Club, Denarau.

The following business was transacted:

ORDINARY BUSINESS

1. RECEIVING OF MINUTES OF THE 1ST ANNUAL GENERAL MEETING

To receive and confirm the Minutes of the 1st Annual General Meeting held on 29th November, 2019.

(The motion to receive the Minutes of the 1st Annual General Meeting was moved by Gyanesh Rueben, proxy for BSP Life (Fiji) Limited, and seconded by Tomasi Waqanimaravu.)

2. CONSIDERATION OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST JULY, 2020:

To receive and consider the audited financial statement of the Company for the financial year ended 31 July 2020 together with the reports of the Board of Directors and Auditors thereon.

(The motion to receive the Financials Statements was moved by Gyanesh Rueben, proxy for BSP Life (Fiji) Limited, and seconded by Kaveeta Singh.)

3. DECLARATION OF DIVIDENDS

The Board recommends that a final dividend for the financial year ended 31 July 2020 will not be declared in light of the current Covid-19 global pandemic.



(The motion was moved by Gyanesh Rueben, proxy for BSP Life (Fiji) Limited, and seconded by Andrew Naylor and was unanimously adopted by the Shareholders.)

4. ELECTION OF DIRECTORS

(a) Re-appointment of Bryan John Skeggs

To appoint Bryan John Skeggs, director of the Company, who retires by rotation pursuant to Article 7.3 of the Company's Articles of Association, and being eligible, is re-elected as a director of the Company.

(The appointment of Bryan John Skeggs was unanimously adopted by the shareholders. The motion was moved by Gyanesh Rueben, proxy for BSP Life (Fiji) Limited and seconded by Kaveeta Singh.)

(b) Appointment of Bruce Phillips

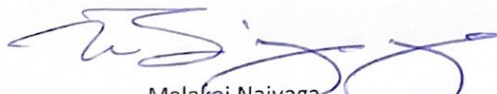
To appoint Bruce Phillips (appointed on 20 January 2020), whose term of office expires at the ensuing Annual General Meeting, be and is hereby appointed as a director of the Company.

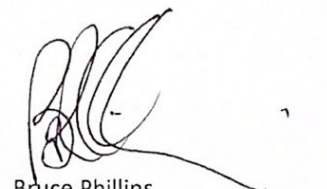
(The appointment of Bruce Phillips as a director of the Company, was unanimously adopted by the shareholders. The motion was moved by Gyanesh Rueben, proxy for BSP Life (Fiji) Limited and seconded by Andrew Naylor.)

5. APPOINTMENT OF AUDITORS:

To re-appoint Ernst & Young as Auditors in accordance with Section 422 of the Companies Act 2015 to hold office, from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and authorise the Directors to fix their remuneration.

(The meeting resolved to appoint Ernst & Young, Chartered Accountants, as the external Auditors for the Company and the Board was authorised to fix their remuneration. The motion to appoint EY as the external Auditors was moved by Gyanesh Rueben, proxy for BSP Life (Fiji) Limited and seconded by Andrew Naylor.)


Malakai Naiyaga
Director


Bruce Phillips
Director
14/1/21

