# THE SCOTTISH SALMON COMPANY PLC (the "Company") NOTICE OF AN ANNUAL GENERAL MEETING



**NOTICE** is hereby given that the Annual General Meeting of the Shareholders of the Company will be held at 0900hrs (BST) on 5 June 2019 at JTC House, 28 Esplanade, St Helier, Jersey, JE4 2QP. The Annual General Meeting will be opened by the Company's Chairman, Robert Mott Brown III, who will record the attending shareholders of the Company and the shares represented by proxy, for the following purposes:

#### AGENDA

## FINANCIAL STATEMENTS

1. To receive and consider the Director's Report and Audited Financial Statements for the year to 31 December 2018 together with the report of the Auditors thereon.

## ORDINARY RESOLUTIONS

To consider and, if thought fit, pass the following resolutions as ordinary resolutions of the Company:

- 1. To reappoint, as a Director of the Company, Viacheslav Lavrentyev, who retires in accordance with article 16(2) of the Articles and offers himself for re-election.
- 2. To reappoint Campbell Dallas LLP as Auditors of the Company until the conclusion of the next annual general meeting of the Company.
- 3. To authorise the Directors to fix the amount of remuneration of the Auditors.
- 4. To approve the remuneration paid to members of the Board of Directors of the Company. Such remuneration is disclosed in the attached Notice of Directors' Fees.

By order of the Board

JTC Trust Company Limited Company Secretary Dated: 3 May 2019

#### Notes:

- 1. The Annual General Meeting will be opened by the Company's Chairman, Robert Mott Brown III, (or such other Chairman as may be appointed in accordance with the Articles of Association of the Company) who will record the attending shareholders of the Company and shares represented.
- 2. All shareholders and proxies attending in person will be required to provide proof of identify.
- 3. On a poll each shareholder present in person or by proxy will have one vote for each share of which he is the holder.
- 4. Every shareholder has the right to appoint some other person(s) of their choice, who need not be a shareholder as his proxy to exercise all or any of his rights, to attend, speak and vote on their behalf at the meeting. A Form of Proxy is enclosed for this purpose.
- 5. To be valid, Forms of Proxy (and any power of attorney or other written authority, if any, under which it is executed or an office or a notarially certified copy of such power or written authority) must be sent to Sophie Hay, JTC Trust Company Limited, 28 Esplanade, St Helier, Jersey, JE1 8SB or sent by email to <u>salmon@jtcgroup.com</u> and received prior to 3 June 2019 at 0900hrs (BST).
- 6. A quorum of shareholders present in person or by proxy being two persons entitled to vote on the business to be transacted is required for the Annual General Meeting. If within half an hour from the time appointed for the Annual General Meeting a quorum is not present the meeting shall stand adjourned to the place, time and day in the next week to be appointed by the Chairman or if no place, time and day is so appointed to the same day in the next week at the same time and place and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting one member present or his proxy shall constitute a quorum.
- 7. As of the date of this notice, the Company has an issued share capital of NOK 174,626,255.70 divided into 194,029,173 shares, each with a nominal value of NOK 0.90. The Company does not hold any treasury shares. Each share carries one vote at the Company's general meetings. The shares have equal rights in all other respects.
- 8. This notice and other relevant documents are available on the Company's web site (www.scottishsalmon.je), in accordance with the Company's Articles of Association.