

Addendum to Notice of Annual General Meeting

This Addendum to the Notice of Annual General Meeting includes the following additional resolutions to be considered and (if thought fit) approved by the shareholders of the Company at the Annual General Meeting scheduled to be held on Thursday, October 22, 2020 at 2:30 pm at the Company's Head Office located at 6C Half Way Tree Road, Kingston 5.

As Special Business:

BE IT RESOLVED:

1. To increase the Company's authorized share capital.

RESOLUTION NO. 5

THAT the authorized share capital of the Company which currently consists of 496,000,000 ordinary shares shall be increased by the creation of an additional 204,000,000 ordinary shares thereby increasing the number of authorized ordinary shares from 496,000,000 to 700,000,000.

2. To authorize a Rights Issue

RESOLUTION NO. 6

THAT the Company hereby approves the issue of ordinary shares (in this resolution "New Ordinary Shares") as part of the unissued authorized capital of 122,820,288 ordinary shares (or such greater amount as the Directors in their absolute discretion may approve), for the purposes of raising capital for the benefit of the Company. The New Ordinary shares to be offered to the existing holders of ordinary shares by way of a Renounceable Rights Issue on such terms (including the number of New Ordinary Shares, the price per New Ordinary Share, the proportion of New Ordinary Shares to be offered in relation to existing ordinary shares/stock units held by the holders thereof and the record date for determining the eligibility of such ordinary stockholders to subscribe for New Ordinary Shares) as the Directors and/or any duly appointed Committee of Directors shall determine. FURTHER that on issue, the New Ordinary Shares shall be converted and/or confirmed to be ordinary stock units and shall rank in all respects *pari passu* with the existing ordinary stock units of the Company.

By Order of the Board



Kerry-Ann Heavens

Company Secretary

Key Insurance Company Limited

Dated: September 24, 2020