THE BANK OF NEVIS LIMITED (THE 'BANK/COMPANY')
MINUTES OF EXTRAORDINARY GENERAL MEETING (EOGM)
HELD 17TH DECEMBER, 2020 AT THE NEVIS PERFORMING ARTS CENTRE (NEPAC), PINNEYS INDUSTRIAL SITE, NEVIS

CALL TO ORDER

The meeting was called to order at 5:14 p.m. with the following persons present in person:

Directors:	Laurie Lawrence (Chairman)	Damion Hobson
	Jacqueline Lawrence	Jessica Boncamper
	Vernel Powell	Sonia Williams
	Adrian Daniel	Joseph Herbert

Secretary: Cindy Herbert

Shareholders:
Alleyne, Deniece
Arthurton, Stephnie N
Bartlett, Mareta E J
Boncamper, Jessica
Browne, Franklyn
Browne, Joyan
Browne, Mickian Dion
Byron, Kenrick
Claxton, Carl
Daniel, Adrian
Daniel, Hastings
Degrasse-Chiverton, Jessica
Douglas, Naomi
Duggins, Aisha
Evelyn, Johnella
Farrell, Frank
Halliday, Mavis
Herbert Cindy & Donovan
Herbert, Joseph
Hobson, Damion
Hunkins, Lorna
Isaac, Rawlinson
James-Boddie, Jasmin
Jeffers, Oral
Jones, Pheon Mercantedson
Lawrence, Faron & Jacqueline
Lawrence, Laurie
Lescott, O'Larry
Lescott, Marion
Lewis, Sherming
Liburd, Mechelle
Manners, Hanzel
Manners, Orville
Martin, L. Everette
McKoy, Shamoya
Mills, Jondelle
Ottley, Dorson
Parry, Petal
Powell, Vernel
Rawlins, Cardell
Rawlins, Jerome
Small, Denicia
Smithen, Ernestine & Mills, Jondelle
Stanley, Edric
Swanston, Jervan
Tross, Stedmond
Wallace, Paula
Walters, Oscar
Walters, Vernesia
Walwyn. Corine
Weeks, Kyle
Williams, Shevon K
Williams, Sonia
Wiltshire, Joseph James

Attendance by Proxy

- 1st National Bank of St. Lucia Ltd *(Represented by L. Everette Martin)*
- Vance Amory *(Represented by Jessica Boncamper)*
- Maureen Archibald *(Represented by Jessica Boncamper)*
- Myrtle Bechtel *(Represented by Stedmond Tross)*
- Irvin Boncamper *(Represented by Jessica Boncamper)*
- Helen Crabbe *(Represented by Laurie Lawrence)*
- Terrence Crossman *(Represented by Jessica Boncamper)*
- Nelcia Daniel *(Represented by Jessica Boncamper)*
- Roosevelt Daniel *(Represented by Jessica Boncamper)*
- Leonora Didder *(Represented by Jessica Boncamper)*
- Yvonne Fahie *(Represented by Lorna Hunkins)*
- Joseph Gajor *(Represented by Jessica Boncamper)*
- Elridge Glasford *(Represented by Jessica Boncamper)*
- Telbert Glasgow *(Represented by Jessica Boncamper)*
- Melvin Hanley *(Represented by Jessica Boncamper)*
- Jennifer Hodge *(Represented by Lorna Hunkins)*
- Brenda Huggins *(Represented by Jessica Boncamper)*
- Shelda Huggins *(Represented by Jessica Boncamper)*
- Thomas Keenan *(Represented by Laurie Lawrence)*
- Civilla Eulie Kentish *(Represented by McLevon Tross)*
- Lloyd Lescott *(Represented by Jessica Boncamper)*
- Linton A. Liburd *(Represented by Jessica Boncamper)*
- Hyleeta Liburd *(Represented by Lorna Hunkins)*
- LJHS Company *(Represented by Jessica Boncamper)*
- Richard Lupinacci *(Represented by Jessica Boncamper)*
- Imogene Mills *(Represented by Jessica Boncamper)*
- Verna Morgan *(Represented by Jessica Boncamper)*
- Nevis Cooperative Credit Union *(Represented by George S. Newton)*
- Nevis Island Administration *(Represented by Colin Dore)*
- Muriel Vanella Nisbett *(Represented by Joseph Herbert)*
- Wellington Parris *(Represented by L. Everette Martin)*
- Sharmyn Powell *(Represented by Lorna Hunkins)*
- Errol Pemberton *(Represented by Jessica Boncamper)*
- Derval Allyson Rawlins *(Represented by Cardell Rawlins)*
- Laurence Richards *(Represented by Jessica Boncamper)*
- Lyra Richards *(Represented by Stephnie Arthurton)*
- Shanelle Simmonds *(Represented by Lorna Hunkins)*
- SKNA Trading & Development Co. Ltd *(Represented by Ernie France)*
- St. Christopher and Nevis Social Security Board *(Represented by Ernest Pistana and Leon Charles)*
- St. Kitts Cooperative Credit Union *(Represented by Ivor K. Phillip)*
- Cleone Stapleton-Simmonds *(Represented by Chavil Archibald)*
- Myra Williams *(Represented by Jessica Boncamper)*

By Invitation:

- Representative of Eastern Caribbean Securities Exchange – Trevor Blake
- BON Operations Manager – Shermaine Bodley
- BON Chief Internal Auditor- Ruth Mitchel

Chairman Laurie Lawrence welcomed the shareholders to the Extraordinary General Meeting (EOGM) of the Bank. He noted that the quorum for the meeting was ten (10) members and declared the meeting open, upon receiving confirmation from the Secretary that a quorum was established.

The Chairman introduced the members of Board of Directors to the shareholders and informed the meeting that the Bank had re-engaged the Eastern Caribbean Securities Exchange (ECSE) to prepare the attendance register and to conduct voting on all matters, with the aim of ensuring that the process was independent and transparent.

The shareholders were informed that 42 proxies representing 9,868,521 shares were received.

NOTICE OF MEETING

The Chairman invited the Secretary to read the Notice of Meeting. The Secretary, Mrs. Cindy Herbert, read the Notice of Meeting.

AGENDA

The Secretary read Agenda Item #1:

SPECIAL BUSINESS

1. To consider and, if thought fit, approve the following resolution as an Ordinary Resolution with or without modifications:

ORDINARY RESOLUTION #1

Be it and it is hereby resolved that By-Law No. 1 of The Bank of Nevis Limited be repealed and replaced by By-Law No. 2 of The Bank of Nevis Limited.

The Chairman outlined the rationale for the resolution as presented in the Explanatory Statements circulated with the Notice of Meeting. Upon concluding his presentation, the Chair invited questions and comments from the Floor.

Hanzel Manners sought clarity on the interpretation of section 13.5 of the By-Laws. The Corporate Secretary noted that the reference to Chairman did not necessarily mean Chairman of the Board of Directors as each Board Committee has its own Chair. The General Manager confirmed that this was the current practice at BON, where the Chairman of the Board of Directors would chair Board meetings and each Committee Chair was responsible for chairing Committee meetings.

A motion to approve the resolution was moved by Sydney Newton and seconded by Damion Hobson.

It was resolved that By-Law No. 1 of The Bank of Nevis Limited be repealed and replaced by By-Law No. 2 of The Bank of Nevis Limited.

There being no further business, the Chairman declared the meeting closed at 5:37 p.m.

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Laurie Lawrence	**Cindy Herbert**
Chairman	**Secretary**