MINUTES OF THE ANNUAL GENERAL MEETING OF ACCESS FINANCIAL SERVICES LIMITED HELD AT THE KNUTSFORD COURT HOTEL, 16 CHELSEA AVENUE, KINGSTON 5, SAINT ANDREW ON THURSDAY, THE 11TH DAY OF SEPTEMBER 2019 AT 4:00 P.M.

Directors:	Rex James	Board Chairman
	Marcus James	Director/CEO
	Christopher Williams	Director/Proxy
	Norman Reid	Director
	Neville James	Director/Shareholder
	James Morrison	Director
	Charmaine Boyd-Walker	Director
	Sherri Murray	Company Secretary
Shareholders:	Livingston Young	
	Orrette Staple	
	Michael Hendricks	
	Julie Thompson-James	
	Steven Jackson	
	Marcia Campbell	
	Josiah William	
	Carol Leslie	
	Alecia Timoll	
	Mark Golding	- Proxy
	Proven Investments Ltd	- Proxy
	Generation 4 Investments Ltd	- Proxy
	Springhill Holdings Ltd	- Proxy
In attendance:	Nigel Chambers	KPMG - External Auditors
	Nadine Williams	KPMG
	Ms. Dawkins	Acting CFO, AFS

1. CALLED TO ORDER

The notice convening the meeting was taken as read and the Chairman called the meeting to order at 4:03 p.m. having confirmed that a quorum of members was present.

2. WELCOME AND APOLOGIES

The Chairman extended a warm welcome to the members of the Company and the Board of Directors who were all in attendance.

3. INTRODUCTION OF DIRECTORS

Each Director was then introduced to the meeting.

4. CHAIRMAN'S OPENING REMARKS

After a few brief remarks the Chairman invited the CEO to present his report.

5. CEO'S REPORT

The CEO, Director Marcus James, thanked the shareholders for their continued confidence and team members and customers for their continued commitment and patronage.

Mr. James noted that AFS had purchased Embassy Loans Inc ('Embassy'), a North American title loan company located in Florida, in December 2018. Embassy operated through its online presence and a network of independent agents which accepts loan applications and conducts vehicle inspections on the company's behalf. Since the acquisition, Embassy had contributed $212M to the group's revenue and earned a pre translation profit of $70M which equated to an annualized return on investment of 32%.

He informed shareholders that interest rates on core loan products had declined in 2019 given increased competitive pressure from other financial institutions. The loan portfolio had increased by 9% from 2.9 billion in 2018 to $3.2 billion in 2019. However, given the reduction in the interest rate spread, net profit before tax was $516 million versus $802 million in the prior year.

Mr. James stated that the objectives for 2020 were as follows:

- Improving profit margins.
- Retaining existing customers.
- Attracting new customers.

In November 2018, two acquired entities Micro Credit Ltd and Damar had been merged to create DamarkMCL which operates from 6 locations island-wide. In December 2018, AFS had launched the myAccess mobile app to provide a convenient way for customers to access loan products.

During the year AFSs 244 team members received training in crucial areas of the business including sales methodologies, credit assessment, customer service and conducting performance appraisals. Employees were also engaged through the Total Rewards Programme and themed Friday activities.

Mr. James noted that AFSs people, strategy, and values had served as the foundation of its success since AFS began operations 19 years ago and stated that they would continue to underpin the success of AFS in the foreseeable future.

QUESTIONS

Thereafter, the Chairman invited questions from the floor. Mr. Orrette Staple gave God thanks for guiding us and despite the reduction in profits, he congratulated the management and employees of AFS. He noted the following:

(a) The Management Discussion & Analysis had been well written and he congratulated Mr. James and his team.

(b) Members of Board and Committees had attended meetings regularly and The Notice of the AGM had been included at the front of the report as he had requested.

(c) He requested that the number of employees be stated in the Annual Report.

(d) He queried the determination of expected loan losses required a high level of judgement. Mr. Chambers explained that IFRS9 required that you take a portfolio and you assume that there are going to be losses and you have to predict what this will be.

(e) It was explained that the cash and cash equivalent figure on page 42 was a group figure and included cash held by Embassy.

(f) Retained Earnings figure on page 45 showed the movement between prior year and current year and was due to the implementation of IFRS9.

In response to a question posed by Mr. Livingston Young, Mr. Nigel Chambers explained that the note on page 79 was meant to reconcile profit before tax to actual tax expense. He explained further that the different tax rate in foreign jurisdiction was due to the US subsidiary, Embassy Loans. On page 81, Note 22 showed related party transactions with Proven Investments Ltd and there was no loan interest with PIL in 2019, hence the dash.

Mr. Jackson requested clarity on how the acquisition of Embassy changes the complexion of the group. Mr. James stated that AFS was confident that Embassy Loans had good performance for going forward.

Mr. Jackson noted that AFS shares have been trailing on the stock exchange in a bull market. Mr. Williams responded that we were not in the business of watching share price but were focused on increasing the earnings per share and trusted that the market would price the shares accordingly.

Mr. James stated that AFS was aware of its changing tax status and would be finding ways to become more efficient and get proper tax advice to mitigate this effect.

He stated that the reduction in interest income was due to a reduction in interest rates in order for AFS to remain competitive and enjoy growth moving forward by becoming more affordable and attractive to borrowers. This has resulted in increased disbursements.

Mr. Staple queried the loan write-off figure on page 72. Mr. James explained that $53 million of this was an adjustment for 2018. The remaining $353 million represented 9% of the portfolio and was consistent with expectations. Legal fees and Other Expenses had increased given the acquisition of Embassy Loans.

Mr. James agreed to research the value of unclaimed dividends which were approaching 12 years and to ensure that these were properly accounted for. ***Mr. Staple requested that this figure be included in the Annual Report for 2020.***

Mrs. Boyd-Walker explained that Notes 11, 19 and 20 had been affected by the acquisition of Embassy and 2019 was the first year for 'group' reporting.

6. EXTERNAL AUDITORS' REPORT

Ms. Williams, representing the Company's auditors KPMG, read the Auditors' Report contained in the audited financial statements.

7. PASSING OF THE RESOLUTIONS

The Chairman invited the Company Secretary, Mrs. Sherri Murray, to attend to the passing of the Resolutions as outlined in the Notice of AGM. Mrs. Murray welcomed all Shareholders and stated that voting would take place based on a show of hands.

RESOLUTION #1 - 2019 AUDITED ACCOUNTS AND REPORTS

To receive the Reports of the Auditors and Directors and the Audited Financial Statements of the Company for the financial year ended March 31, 2019.

Mr. Staple moved for the adoption of the above and the motion was seconded by Mr. Hendricks. The following resolution was then put to the vote and was unanimously carried:

> **THAT the Reports of the Auditors and Directors and the Audited Financial Statements of the Company for the financial year ended March 31, 2019, be and are hereby adopted.**

RESOLUTION #2 – DIVIDEND PAYMENT

Mr. Williams moved for the adoption of the resolution to declare the payment of interim dividends in the year as final. The motion was seconded by Ms. Leslie and the resolution was thereafter put to the vote of the members. It was unanimously resolved:

> **THAT on the recommendation of the Directors, the interim dividends paid on June 29, August 29, November 23, 2018 and February 27, 2019 be and are hereby declared as final for the 2019 financial year.**

RESOLUTION #3 - ELECTION/APPOINTMENT OF DIRECTORS

The Board approved the re-election of Mr. Norman Reid, retiring by rotation, as a Director of the company. Mr. Neville James, being a Shareholder Director, has been re-appointed by Mr. Marcus James in accordance with Article 99.

Accordingly, the following resolution was put to the meeting:

(a) **THAT Norman Reid, the Director retiring by rotation, be re-elected a Director of the Company**.

Mr. Hendriks moved for the adoption of the resolution and his motion was seconded by Mr. Young. The resolution was declared carried unanimously.

RESOLUTION #4 – RE-APPOINTMENT OF THE RETIRING AUDITORS

To consider, and if thought fit, the passing of the following resolution:

> **THAT KPMG, Chartered Accountants of 6 Duke Street, Kingston, having consented to continue as Auditors of the Company, be hereby re-appointed as the Company's Auditors until the conclusion of the next Annual General Meeting of the Company and that the Directors be authorized to fix their remuneration**.

Mr. Hendricks moved and Mr. Young seconded the proposal after which the resolution was declared carried unanimously.

RESOLUTION #5 - REMUNERATON OF DIRECTORS

On a motion from Mr. Hendricks duly seconded by Mr. Josiah Williams, the following resolution was unanimously approved for adoption:

> **THAT the amount shown in the Audited Accounts of the Company for the year ended March 31, 2019 as remuneration of the Directors for their services as Directors be and is hereby approved.**

8. ANY OTHER BUSINESS

There was no further business to be discussed. The Chairman thanked the shareholders for their participation.

9. TERMINATION OF AGM

The meeting was terminated at 5:40 p.m.

CHAIRMAN

06/02/2020
DATE