

**Intellectual Property Caribbean Association Ltd.**  
(‘the Company’)

MINUTES of an EXTRAORDINARY GENERAL MEETING of the Members of the Company held at the Offices of HSM IP Ltd, 68 Fort Street, PO Box 31726, Grand Cayman KY101207, Cayman Islands, on the 26<sup>th</sup> day of April, 2017 at 4 p.m.

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**PRESENT:**

Huw Moses	representing	HSM IP Ltd. – Cayman Islands
Abraham Thoppil	representing	Maples and Calder – Cayman Islands
Kim R. Rough-Moses		Secretary of the Company (non-voting)
Sophie Davies		Associate Member (non-voting)

**PROXIES RECEIVED:**

Please see attached list.

**1. Quorum, Notice and Chairman**

A Quorum being present in person or by Proxy and Notice of the Meeting having being duly given, the Meeting was declared duly convened and constituted. Huw Moses acted as Chairman of the Meeting.

**2. Proxies**

The Secretary advised the Chairman that 13 Proxies had been received and that all proxies were valid.

**3. Consideration of Special Resolution to amend the Memorandum and Articles of Association of the Company**

The following Special Resolution was considered:

*“That the Memorandum and Articles of Association currently in effect be amended and restated by the deletion in their entirety and the substitution in their place of the Amended and Restated Memorandum and Articles of Association annexed hereto”.*

The Chairman called for a vote and noted that with proxies there were 15 votes in favour and none against. Accordingly the Special Resolution was passed.

It was agreed that HSM Corporate Services Ltd. be instructed to file a Notice of the Special Resolution and the Amended and Restated Memorandum and Articles of Association with the Registrar of Companies.

**4. Any Other Business**

There being no further business the meeting terminated.



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Chairman



***Proxies received for EGM on Wednesday, 26<sup>th</sup> April, 2017***  
*(in alphabetical order by Country then Member)*

<b>Country</b>	<b>Member</b>	<b>Representative / Alternative</b>
Anguilla	Keithley Lake & Associates <i>(Founding Member)</i>	Kenneth G. Porter
Aruba	Kloes Kock & Partners <i>(Founding Member)</i>	Michel Koch
The Bahamas	King & Co. <i>(Founding Member)</i>	Monique Cartwright
Barbados	Clarke Gittens Farmer	Rosalind Smith Millar
Cayman Islands	Mourant Ozannes	Hector Robinson
Costa Rica	IDEas Trademarks & Patents S.A.	Jessica Ward
Curacao	BBV Legal	Jeroen de Baar
Dominican Republic	Biaggi & Messina – Lugo Lovaton IP <i>(Founding Member)</i>	Zaida Lugo Lovaton
Jamaica	Livingston, Alexander & Levy <i>(Founding Member)</i>	Anne-Marie White-Feanny
Saint Lucia	McNamara & Co. <i>(Founding Member)</i>	Kimberley Roheman
Trinidad & Tobago	J.D. Sellier + Co. <i>(Founding Member)</i>	Brien de Gannes
Trinidad & Tobago	M. Hamel-Smith & Co. <i>(Founding Member)</i>	Fanta Punch
Turks and Caicos Islands	Miller Simons O'Sullivan <i>(Founding Member)</i>	Adrian Corr