



CAYMAN NATIONAL

A Subsidiary of  Republic Financial Holdings Limited

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS GIVEN THAT THE ANNUAL GENERAL MEETING OF CAYMAN NATIONAL CORPORATION LTD. (the "COMPANY") WILL BE HELD BOTH IN PERSON AT THE OFFICES OF THE COMPANY AT THE PETER A. TOMKINS BUILDING, 200 ELGIN AVENUE, GEORGE TOWN, GRAND CAYMAN, 4TH FLOOR BOARDROOM, AND VIA ZOOM INTERNET LINK, AT 4:00PM ON TUESDAY, MARCH 25, 2025.

(Contact cnc.shares@caymannational.com for Zoom login information).

AGENDA

1. To confirm and approve the Minutes of the Annual General Meeting held February 22, 2024.
2. Any matters arising.
3. President's Report
To receive and consider the President's Report for the year ended September 30, 2024.
4. Audited Accounts for the year ended September 30, 2024
To receive the consolidated audited accounts for the Company and its subsidiaries for the year ended September 30, 2024 and the Auditor's report thereon. Reproduction of the audited accounts are available on the Cayman National website, at www.caymannational.com/images/documents/CNC-2024-Consolidated-Audited-Financial-statements.pdf
5. Appointment of Auditors
By way of ordinary resolution, to consider and approve:
 - a) That EY be appointed as the Auditor of the Company for the current year; and
 - b) That the Board of Directors of the Company be authorized to fix the remuneration of the Auditor for its services in respect of the next fiscal year.
6. Amendment of Articles of Association

By way of special resolution, to consider and amend the Company's Articles of Association, by deleting all of Article 115, 115.1, and 115.2, and replacing those Articles with the following:

115. A dividend or other monies payable on or in respect of a share may be paid by electronic or wire transfer, with any applicable bank fees or charges deducted by the bank. Payment will be made in Cayman Islands Dollars (or United States Dollars, converted at prevailing bank rates), to the bank account details provided by the member (or joint holders of shares, if applicable). In the absence of such bank account details, the dividend or other monies shall accrue for the benefit of the member, subject to Article 120.
7. Dividend
By way of ordinary resolution, to consider and declare a final cash dividend of 30 cents per share (CI\$0.30), to be distributed on April 3, 2025 (or as soon thereafter as possible) to the Company's shareholders of record as at March 28, 2025, for a total dividend for the year of 60 cents per share (CI\$0.60), as recommended by the Board of Directors, subject to regulatory approval.

8. Election of Directors to the Board of Directors

- a. To confirm and approve, as an ordinary resolution, the re-election of Ms. Sherri Bodden-Cowan who retires by rotation and, being eligible, offers herself for re-election; and
- b. To confirm and approve, as an ordinary resolution, the re-election of Mr. Bryan Hunter, who retires by rotation and, being eligible, offers himself for re-election.

A member of the Company entitled to attend and vote may appoint a proxy (who need not necessarily be a member) to attend and vote in place of the member. A form of proxy is available by emailing cnc.shares@caymannational.com.

Date: February 20 2025

Ian C. Whan Tong
Corporate Secretary