

Notice of Annual General Meeting 2017

Notice is hereby given that the Annual General Meeting of the members of the Company will be held at The Courtyard Marriott, 1 Park Close, Kingston 5, on Wednesday, 12th day of April, 2017 at 3:00 p.m. for the purpose of transacting the following business:

1. a) To receive and approve the Audited Financial Statements and the Reports of the Directors for the year ended 30 September 2016, together with the Auditors' Report thereon.
b) Be it resolved that Audited Financial Statements and the Reports of the Directors for said period be hereby approved.
2. The Directors having recommended that no dividend be paid out of profits for the year ended 30 September 2016.
Be it resolved that no dividend be paid out of profits for said period.
3. a) To elect Directors:
 - i) John Jackson retires by rotation as a Director in accordance with Article 111 of the Company's Articles of Association, being eligible, he offers himself for re-election.
 - ii) Marcos Dabdoub retires by rotation as a Director in accordance with Article 111 of the Company's Articles of Association, being eligible, he offers himself for re-election.b) To consider, and if thought fit, pass the following resolutions:
 - i) "That John Jackson, who is retiring by rotation in accordance with a) i above, be and is hereby re-elected a Director of the Company."
 - ii) "That Marcos Dabdoub who is retiring by rotation in accordance with in accordance with a) ii above, be and is hereby re-elected a Director of the Company."
4. To approve the remuneration of the Directors:
To consider, and if thought fit, pass the following resolutions:
 - i) "That the amount shown in the Audited Financial Statements for the year ended September 2016 for services as Directors' fees be and is hereby approved."
5. i) As special business, to consider and if thought fit, pass the following as ordinary resolutions:
That pursuant to Article (64)A of the Articles of Association of the Company.
Be it resolved that each of the ordinary shares in the capital of the company be subdivided into 2 shares resulting in authorised capital being increased to 1,000,000,000 ordinary shares of no par value, and the issued capital into 674,833,460 ordinary shares of no par value to shareholders on record as April 19, 2017.
ii) Jamaican Teas Limited has entered into discussion with Amalgamated Distributors Limited (ADL), to acquire their 50 percent interest in Bay City Foods Limited for a consideration not exceeding 4 million shares in the Jamaican Teas Limited, post the 2017 stock split.
Be it resolved that in consideration of Jamaican Teas Limited acquiring the 50 percent interest in Bay City Foods Limited now held by Amalgamated Distributors Limited (ADL), and Marcos Dabdoub, the Directors of Jamaican Teas Limited be empowered to determine and issue shares not exceeding 4 million units to ADL in Jamaican Teas Limited, post the 2017 stock split.
6. To reappoint BDO Chartered Accountants, as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.

Approved



Tanisha Samuels
Secretary, Jamaican Teas Limited