



NOTICE OF ADJOURNED ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the members of Jamaican Teas Limited ("Company") held on the 17th day of June 2020, which was adjourned with the deferral of item 7 to be considered at a subsequent meeting, will be reconvened and held at The Knutsford Court Hotel, Chelsea Avenue, Kingston 5, on the 17th day of November 2020 at 10:00 a.m. to transact the business incorporating item 7 set forth in the Company's Notice of Annual General Meeting dated 29th January 2020 (the "Notice of AGM").

Printed copies of the Notice of AGM were previously sent to shareholders on the 29th day of January 2020.

NOTICE IS ALSO HEREBY GIVEN that it is intended for shareholders to consider and, if thought fit:

- (1) Amend the draft resolution set forth in paragraph 7(b) of the AGM Notice to read:

Resolution for split:

- b) "THAT each of the issued ordinary shares in the capital of the Company be subdivided into three (3) ordinary shares with effect from the close of business on 30 November 2020 resulting in the total issued shares in the capital of the Company being increased from 698,283,459 ordinary shares of no par value to 2,094,850,377 ordinary shares of no par value."

- (2) Amend the draft resolution set forth in paragraph 7(c) of the AGM Notice to read:

Grant of share options:

- c) "That 56,000,000 shares be set aside as part of a stock option plan for Directors and senior executives to be issued between 30 November 2020 and 30 November 2025. The exercise price will be \$10 per share before giving effect to the effects of the aforementioned Resolution 7b) hereof."

All individuals who attend the meeting will be required to wear masks and comply with all other Covid-19 precautions and protocols, including layout and seating. Hand sanitizer will be provided at convenient locations.

BY ORDER OF THE BOARD

Cameron Burnet
Secretary

Dated this day 7th of October, 2020

*Please see proxy and notes attached thereto



NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of the members of Jamaican Teas Limited ("Company") will be held at The Knutsford Court Hotel, Chelsea Avenue, Kingston 5, on the 17th day of November 2020 at 10:15 a.m. for the purpose of transacting the following business:

A. (1) To approve, adopt, ratify and confirm the resolutions passed or purportedly passed at the meeting of members of the Company on the 17th day of June 2020, notwithstanding any defect or irregularity in the notice of or the convening or holding of the said meeting.

(2) Be it resolved:

"THAT the following resolutions passed or purportedly passed at the meeting of members of the Company on the 17th day of June 2020 be and are individually hereby approved, adopted, ratified and confirmed by the Company, namely:

1. a) To receive and approve the Audited Financial Statements and the Reports of the Directors for the year ended 30 September 2019 together with the Auditor's Report therein.

b) Be it resolved:

"That the Audited Financial Statements, the Auditor's Report and the Reports of the Directors for said period be and is hereby approved."

2. a) To declare a capital distribution of three cents (0.03¢) per share paid on 28 June 2019, as an interim distribution out of the sums standing to the credit of the Company's Capital Reserves for the year ending 30 September 2019.

b) Be it resolved:

"That the capital distribution of three cents (0.03¢) paid out of capital reserves for said period, be and is hereby approved."

3. a) To declare a capital distribution of three cents (0.03¢) per share paid on 20 December 2019, as a final distribution out of the sums standing to the credit of the Company's Capital Reserves for the year ending 30 September 2019.

b) Be it resolved:

"That the capital distribution of three cents (0.03¢) paid out of capital reserves for said period, be and is hereby approved."

4. a) To elect Directors:

i. Marcos Dabdoub retires by rotation as a Director in accordance with Article 111 of the Company's Articles of Association and being eligible, he offers himself for re-election.

ii. John Mahfood retires by rotation as a Director in accordance with Article 111 of the Company's Articles of Association and being eligible, he offers himself for re-election.

b) To consider, and if thought fit, pass the following resolution:

i. "That Marcos Dabdoub, who is retiring by rotation in accordance with a) i above, be and is hereby re-elected a Director of the Company.

ii. "That John Mahfood, who is retiring by rotation in accordance with a) ii above, be and is hereby re-elected a Director of the Company."

5. To approve the remuneration of the Directors:

To consider, and if thought fit, pass the following resolution:

"That the amount shown in the Audited Financial Statements for the year ended

30 September 2019 as fees to the Directors for services as Directors, be and is hereby approved."

6. To reappoint KPMG Chartered Accountants as Auditors of the Company for the next financial year and to authorize the Directors to fix their remuneration."

B. (1) To approve, adopt, ratify and confirm the resolutions as may be passed or as may be purportedly passed at the adjourned Annual General Meeting of members of the Company on the 17th day of November 2020, notwithstanding any defect or irregularity in the notice of or the convening or holding of the said meeting.

(2) Be it resolved:

"THAT the following resolutions passed or purportedly passed the adjourned Annual General Meeting of members of the Company on the 17th day of November 2020, with any and all amendments as may be made thereto at the said adjourned Annual General Meeting, be and are individually hereby approved, adopted, ratified and confirmed by the Company, namely:

7. As special business, to consider and if thought fit, pass the following as ordinary resolutions:

Resolution to Increase:

a) "THAT the existing authorized 1,000,000,000 ordinary shares in the capital of the Company be increased to unlimited ordinary shares with no maximum."

Resolution for split:

b) "THAT each of the issued ordinary shares in the capital of the Company be subdivided into three (3) ordinary shares with effect from the close of business on 30 November 2020 resulting in the total issued shares in the capital of the Company being increased from 698,283,459 ordinary shares of no par value to 2,094,850,377 ordinary shares of no par value."

Grant of share options:

c) "THAT 56,000,000 shares be set aside as part of a stock option plan for Directors and senior executives of the Company to be issued between 30 November 2020 and 30 November 2025. The exercise price will be \$10 per share before giving effect to the effects of the aforementioned Resolution 7b) hereof."

All individuals who attend the meeting will be required to wear masks and comply with all other Covid-19 precautions and protocols, including layout and seating. Hand sanitizer will be provided at convenient locations.

BY ORDER OF THE BOARD

Cameron Burnet
SECRETARY

Dated this 7th day of October 2020

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