



## NOTICE OF ADJOURNED ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the members of Jamaican Teas Limited (“Company”) adjourned on the 30th day of March 2020 will be convened and held virtually pursuant to, among other things, the Order made on 18th June 2021 by the Supreme Court of Judicature of Jamaica in Claim No. SU 2021 CD 00162 (the “Court Order”), at 10:30am on the 27th day of October 2021 to transact the business set forth in the Company’s Notice of Annual General Meeting dated the 22nd day of January 2021 (the “AGM Notice”).

Printed copies of the AGM Notice were previously sent to shareholders on the 22nd day of January 2021.

BY ORDER OF THE BOARD

Secretary, Jamaican Teas Limited

Dated this 27th day of September 2021

### **IMPORTANT NOTICE TO ALL MEMBERS:**

The Annual General Meeting of the Company (“AGM”) being called and held in accordance with the Court Order (copy attached), will be a hybrid general meeting. The following shall apply to this AGM:

#### **(1) Quorum And Attendance**

- (a) The C.E.O. of the Company, the Company Secretary, and the Marketing Manager of the Company being physically present at the AGM shall constitute the quorum; or in the absence of any such person(s), any other staff member of the Company being shareholder(s) and physically present at the AGM may take the place of such person(s) and shall constitute the quorum.
- (b) All other members of the Company and persons entitled to attend the AGM are required to join the AGM by electronic means.

#### **(2) Electronic Access To AGM**

Information on how to access the AGM by electronic means and any updates regarding the AGM will be posted <https://iteneri.com/jamaican-teas/>. We encourage you to visit the website to find out how to register to attend. Registration commences on **20th October 2021**.

### (3) Voting And Resolutions

- (a) Voting by shareholders at this AGM will only be facilitated in the following manner:
- (i) Completion of the Proxy Form attached hereto, indicating in advance how the shareholder wishes to vote on each resolution; and
  - (ii) Appointment of either the Chairman, the Company C.E.O., or the Company Secretary as the shareholder's proxy. The Proxy Form may also be downloaded from <https://iteneri.com/jamaican-teas/>
  - (iii) Mailing or dropping off the completed original Proxy Form at **Jamaica Central Securities Depository Limited at 40 Harbour Street, Kingston**, no later than forty-eight (48) hours before the date of the AGM.
- (b) No new resolutions or amended resolutions will be facilitated at this AGM.

We thank you for your understanding as we continue to navigate these times together to protect against COVID-19 and we encourage you to keep well.

#### IMPORTANT NOTE FOR MEMBERS WHO ARE NOT ABLE TO ATTEND:

1. A member entitled to attend and vote at the Annual General Meeting can appoint either the Chairman, the Company C.E.O., or the Company Secretary as his/her proxy to vote on each resolution as the shareholder indicated on the Proxy Form.
2. The person so authorized as proxy shall be entitled to exercise the same powers as the member whom he represents.
3. Enclosed is a Proxy Form for your convenience, which must be lodged at Jamaica Central Securities Depository Limited at 40 Harbour Street, Kingston at least forty-eight (48) hours before the time appointed for holding the Annual General Meeting.
4. The Proxy Form shall bear the stamp duty of One Hundred Jamaican Dollars (J\$100.00) before being signed. The stamp duty may be paid by adhesive stamp(s) to be cancelled by the person executing the Proxy.





(Amended)



**FORMAL ORDER**

**IN THE SUPREME COURT OF JUDICATURE OF JAMAICA  
IN COMMERCIAL DIVISION  
CLAIM NO. SU 2021 CD 00162**

**IN THE MATTER OF** the Companies Act of  
Jamaica

**AND**

**IN THE MATTER OF** an application by John  
Mahfood for directions pursuant to section  
130(2) of the Companies Act of Jamaica

**IN CHAMBERS  
BEFORE THE HONOURABLE MR JUSTICE BATTS  
THE 18<sup>TH</sup> DAY OF JUNE 2021**

**UPON** the final hearing of the Fixed Date Claim Form herein dated and filed 13<sup>th</sup> April 2021 coming on this day, and **UPON HEARING** Weiden Daley, Attorneys-at-Law, instructed by Hart Muirhead Fatta, Attorneys-at-Law for the Applicant, and Mrs Donia J. Fuller-Barrett, Attorney-at-Law for Financial Services Commission, **IT IS HEREBY ORDERED THAT:-**

1. An Order that notwithstanding the provisions of the Companies Act, the provisions of the articles of incorporation of Jamaican Teas Limited ("**JAMT**"), QWI Investments Limited ("**QWI**"), and KIW International Limited ("**KIW**") (together, the "**Companies**"), regarding the holding of annual general meetings or extraordinary ordinary general meetings, and any notice of an annual general meeting or extraordinary general meeting, information circular or other documents that may be or already have been disseminated by the Companies or are by law or the articles of incorporation of the Companies required to be disseminated by the Companies to their respective shareholders, JAMT, QWI, and KIW may each call and conduct its annual general meetings and any extraordinary general meeting (the "**Meetings**", which term includes meetings conducted following an adjournment or postponement of the Meetings) in accordance with this order, for the years 2021 and for so long as the Disaster Risk Management (Enforcement Measures) orders subsist.
2. A Declaration that the Meetings called or held in accordance with this order shall be valid.
3. An Order that the Companies are each permitted to conduct the Meetings by either:
  - (1) holding a meeting with one or some shareholders present at a physical venue with a live stream or broadcast of the meeting by electronic means or software (including webcasting, videoconferencing, teleconferencing, a combination of these and/or other electronic means) which allows all shareholders access to see and hear the proceedings, ask questions in such reasonable order and

manner as the chairman may allow, and to vote electronically including before the meeting or by a proxy chosen from among the persons the Companies indicate will be physically present at the meeting; or

- (2) holding a meeting entirely by live stream or broadcast of the meeting by electronic means or software (including webcasting, videoconferencing, teleconferencing, a combination of these and/or other electronic means) which allows all shareholders access to see and hear the proceedings, ask questions in such reasonable order and manner as the chairman may allow, and to vote electronically including before the meeting.
4. An Order that the Companies are permitted to provide their shareholders with notices of the Meetings, resolutions, draft resolutions proposed to be passed, circulars, proxy forms, financial statements including profit and loss accounts, balance sheets and auditor's reports and any other document necessary or relevant for the conduct of the Meetings by one or more of the following means, namely: electronic mail, pre-paid mail, posting links to access the documents on their respective websites, and/or on the website of the Jamaica Stock Exchange in the case of JAMT and QWI.
5. A Declaration that any notice or document delivered in accordance with this Order shall satisfy all requirements for serving or delivering documents for the Meetings notwithstanding any provision to the contrary in the Companies Act or the articles of incorporation of the Companies.
6. An Order that the failure or inability of a shareholder to attend or remain in any of the Meetings held in accordance with paragraph 3(1) or 3(2) above as a result of events beyond the control of the Companies shall not constitute a defect in the calling or holding of the Meetings and shall not invalidate any resolution passed or proceedings taken at the Meetings.
7. Liberty to apply.

**BY THE COURT:**



**JUDGE**

**FILED** by **HART MUIRHEAD FATTA** of Victoria Mutual Building, 2<sup>nd</sup> Floor, 53 Knutsford Boulevard, Kingston 5, Attorneys-at-Law for the Applicant, the address for service of which is that of his said Attorneys-at-Law. Tel. (876) 929-7432; fax (876) 929-5755. Ref: WOD (Attorney No. 3956; email: wodaley@hmf.com.jm).