



**JUST KITCHEN HOLDINGS CORP.**

Suite 1430 – 800 West Pender Street  
Vancouver, BC V6C 2V6

**NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS**

NOTICE IS HEREBY GIVEN THAT the annual general meeting of the shareholders (the “**Meeting**”) of Just Kitchen Holdings Corp. (the “**Company**”) will be held at Suite 1500-1055 West Georgia St., Vancouver, BC on Thursday, February 24, 2022, at 4:00 pm (Pacific Time) for the following purposes:

1. To receive and consider the consolidated financial statements of the Company together with the auditor's report thereon for the year ended September 30, 2021.
2. To elect directors for the ensuing year.
3. To appoint KPMG LLP, Chartered Professional Accountants, as auditor of the Company for the ensuing year, and to authorize the directors to fix the auditor's remuneration.
4. To consider and, if thought fit, to pass an ordinary resolution approving and ratifying the Company's 10% "rolling" stock option plan dated for reference October 5, 2020, as amended January 18, 2022, as more particularly described in the information circular accompanying this notice.
5. To consider and, if thought fit, to pass an ordinary resolution approving and ratifying the Company's restricted share unit plan dated for reference October 5, 2020, as amended January 18, 2022, as more particularly described in the information circular accompanying this notice.
6. To consider any permitted amendment to or variation of any matter identified in this Notice and to transact such other business as may properly come before the Meeting or at any adjournment thereof.

The accompanying information circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this notice.

**NOTE OF CAUTION Concerning COVID-19 Outbreak**

*At the date of this Notice and the accompanying Management Proxy Circular it is the intention of the Company to hold the Meeting at the location stated above in this Notice. We are continuously monitoring development of current coronavirus (COVID-19) outbreak (“**COVID-19**”). In light of the rapidly evolving public health guidelines related to COVID-19, we ask shareholders to consider voting their shares by proxy and **not** attend the meeting in person. Those shareholders who do wish to attend the Meeting in person, should carefully consider and follow the instructions of the federal Public Health Agency of Canada available at: <https://www.canada.ca/en/public-health/services/diseases/coronavirus-disease-covid-19.html>. We ask that shareholders also review and follow the instructions of any regional health authorities of the Province of British Columbia, including the Vancouver Coastal Health Authority, the Fraser Health Authority and any other health authority holding jurisdiction over the areas you must travel through to attend the Meeting. Do not attend the Meeting in person if you are experiencing any cold or flu-like symptoms, or if you or someone with whom you have been in close contact has travelled to/from outside of Canada within the 14 days immediately prior to the Meeting. All shareholders are strongly encouraged to vote by submitting their completed form of proxy (or voting instruction form) prior to the Meeting by one of the means described in the Information Circular accompanying this Notice.*

*The Company reserves the right to take any additional pre-cautionary measures deemed to be appropriate, necessary or advisable in relation to the Meeting in response to further developments in the COVID-19 outbreak, including: (i) holding the Meeting virtually or by providing a webcast of the Meeting; (ii) hosting the Meeting solely by means of remote communication; (iii) changing the Meeting date and/or changing the means of holding the Meeting; (iv) denying access to persons who exhibit cold or flu-like symptoms, or who have, or have been in close contact with someone who has, travelled to/from outside of Canada within the 14 days immediately prior to the Meeting; (v) denying access to persons that do not have evidence of full vaccination or a negative COVID-19 rapid test result completed within 24 hours immediately prior to the Meeting, and (vi) such other measures as may be recommended by public health authorities in connection with gatherings of persons such as the Meeting. Should any such changes to the Meeting format occur, the Company will announce any and all of these changes by way of news release, which will be filed under the Company's profile on SEDAR as well as on our Company website at <https://invest.justkitchen.com/>. We strongly recommend you check the Company's website prior to the Meeting for the most current information. In the event of any changes to the Meeting format due to the COVID-19 outbreak, the Company will **not** prepare or mail amended Meeting Proxy Materials.*

**Shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting are requested to complete, date and sign the enclosed form of proxy, or another suitable form of proxy, and deliver it by fax, by hand or by mail in accordance with the instructions set out in the form of proxy and in the Information Circular.**

**Non-registered Shareholders who are unable to attend the Meeting and who wish to ensure that their shares will be voted at the Meeting must follow the instructions set out in the form of proxy or voting instruction form and in the Information Circular to ensure that their shares will be voted at the Meeting. If you hold your shares in a brokerage account you are a non-registered shareholder.**

**In view of the precautions required with respect to COVID, any shareholder who wishes to attend the Meeting in person must contact the Company at least 48 hours prior to the Meeting at [dtopolewski@cdmcp.com](mailto:dtopolewski@cdmcp.com) .**

DATED at Vancouver, British Columbia, this 18th day of January, 2022.

**BY ORDER OF THE BOARD**

**JASON CHEN**

Chief Executive Officer