

# Cannasouth Limited

## Notice of Annual Shareholder Meeting

Notice is hereby given that the Annual Meeting of Shareholders of Cannasouth Limited will be held on:

Thursday, 11 June 2020, commencing 11.00 am,  
online at [www.virtualmeeting.co.nz/cbd20](http://www.virtualmeeting.co.nz/cbd20)



Due to the current Covid-19 situation, Cannasouth has decided to take the prudent step to hold its Meeting **online only**.



# Order of Business

---

## 1 Chairman and Chief Executive Officer's Address

---

## 2 Remuneration of Auditors

To consider and, if thought fit, pass the following resolution as an ordinary resolution of the Company:

"That the Board is authorised to fix the remuneration of the Company's auditors, Deloitte, for the forthcoming financial year ending 31 December 2020."

---

## 3 Shareholder Questions

Consideration of any shareholder questions raised on the Financial Statements for the year ended 31 December 2019 and on the performance and management of Cannasouth Limited.

---

## 4 Other Business

To consider any other business that may properly be brought before the Annual Meeting.

## Explanatory Notes

The Explanatory Notes which accompany this Notice of Meeting set out the details of the transactions which are the subject of the resolutions and the approval required for each resolution by the shareholders of the Company pursuant to the Companies Act 1993 and the constitution of the Company.

# Procedural Notes and Other Information

## IMPORTANT INFORMATION

### Virtual Annual Meeting

Shareholders will only be able to attend and participate in the Annual Meeting virtually via an online platform provided by our share registrar, Link Market Services at [www.virtualmeeting.co.nz/cbd20](http://www.virtualmeeting.co.nz/cbd20). Shareholders attending and participating in the Annual Meeting virtually via the online platform will be able to vote and ask questions during the Annual Meeting. More information regarding virtual attendance at the Annual Meeting (including how to vote and ask questions virtually during the Meeting) is available in the Virtual Annual Meeting Online Portal Guide available at <https://bcast.linkinvestorservices.co.nz/generic/docs/OnlinePortalGuide.pdf>

## 1. Proxies

In accordance with the Constitution of the Company, any shareholder of the Company entitled to attend and vote at the Annual Meeting may appoint a proxy to attend and vote at the Annual Meeting in the place of the security holder. The proxy appointed is not required to be a security holder in the Company. A proxy form is enclosed.

The Chairperson of the Meeting is willing to act as proxy for any shareholder who wishes to appoint him for that purpose. If you appoint the Chairperson and you do not indicate how the Chairperson should vote, the Chairperson will, provided he is not interested in a particular resolution, vote in favour of all of the resolutions. It is requested that any proxies granted to the Chairperson, include directions from the shareholder for voting for all resolutions.

If you do not propose to attend the Annual Meeting but wish to be represented by proxy, you can appoint a proxy online by going to: <https://investorcentre.linkmarketservices.co.nz/voting/CBD>

Alternatively, you can complete the Proxy Form and either:



Scan and Email your proxy to [meetings@linkmarketservices.com](mailto:meetings@linkmarketservices.com) ;



Return the Proxy Form by mail to Link Market Services, PO Box 91976, Victoria Street West, Auckland 1142; or



Fax the Proxy Form to +64 (9) 375-5990.

The online proxy appointments must be lodged with, and the completed Proxy Forms received by, Link Market Services Limited not less than 48 hours before the meeting, being **11.00 am on Tuesday, 9 June 2020**.

All persons registered on the Company's register of shareholders as the holders of shares as at 5pm on Tuesday, 9 June 2020 shall, subject only to any applicable voting restrictions (if any), be entitled to vote at the Meeting in person or by proxy.

## 2. Resolutions

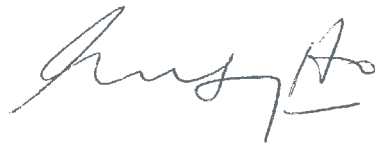
The resolutions which are to be considered at the Meeting are all ordinary resolutions. An ordinary resolution is a resolution passed by a simple majority of votes of shareholders of the Company, entitled to vote and voting.

## 3. Notice Of Report Availability

Our most recent and future Annual or Half Year Reports are, or will be, available on our website

[www.cannasouth.co.nz/investors/reports-news/](http://www.cannasouth.co.nz/investors/reports-news/)

By Order of the Board of Directors



Tony Ho  
Chairman

## Explanatory Notes

### RESOLUTION 1:

#### Re-Appointment And Remuneration of Auditor – Ordinary Resolution

Deloitte is automatically re-appointed as the auditor of the Company under section 207T of the Companies Act 1993. Resolution 1 authorises the Board to fix the fees and expenses of the auditor.