## WEST ISLAND BRANDS INC.

44 Victoria Street, Suite 1102 Toronto, Ontario M5C 1Y2

## NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual general and special meeting (the "Meeting") of holders of common shares of West Island Brands Inc. ("West Island") will be held on Friday, August 19, 2022 at 11:00 a.m. (EDT). receive the audited financial statements of West Island for its fiscal years ended December 31, 2021 and December 31, 2020 and the reports of the auditors thereon;

- 1. fix the number of directors of West Island to be elected at the Meeting at Six (6);
- 2. elect directors of West Island for the ensuing year;
- 3. consider and, if thought fit, approve the continuation of the stock option plan, as more particularly set out in the section of the information circular entitled "Continuation of the Stock Option Plan";
- 4. appoint UHY McGovern Hurley LLP, Chartered Accountants, as West Island's auditor for the ensuing year and authorize the directors to determine the remuneration to be paid to the auditor;
- 5. act upon such other matters, including amendments to the foregoing, as may properly come before the Meeting or any adjournment(s) or postponement(s) thereof.

The nature of the business to be transacted at the Meeting is described in further detail in the accompanying management information circular of the company dated July 8, 2022 (the "Circular") which is deemed to form part of this Notice of Meeting and is further accompanied by a form of proxy, a supplemental mailing list and consent for electronic delivery return card.

The record date for the determination of Shareholders entitled to receive notice of, and to vote at, the Meeting or any adjournments or postponements thereof is July 8, 2022 (the "Record Date"). Shareholders whose names have been entered in the register of Shareholders at the close of business on the Record Date will be entitled to receive notice of, and to vote, at the Meeting or any adjournments or postponements thereof.

#### **Notice-and-Access**

The Company is utilizing the notice-and-access mechanism (the "Notice-and-Access Provisions") that came into effect on February 11, 2013 under National Instrument 54-101 – Communication with Beneficial Owners of Securities of a Reporting Issuer and National Instrument 51-102 – Continuous Disclosure Obligations, for distribution of Meeting materials to registered and beneficial Shareholders.

# Websites Where Meeting Materials are Posted

The Notice-and-Access Provisions are a new set of rules that allows reporting issuers to post electronic versions of proxy-related materials (such as proxy circulars and annual financial statements) on-line, via the System for Electronic Document Analysis and Retrieval ("SEDAR") and one other website, rather than mailing paper copies of such materials to Shareholders. Electronic copies of the Circular, financial statements of the Company for the years ended December 31, 2021 and December 31. 2020 (the "Financial Statements") and management's discussion and analysis of the Company's results of operations and financial condition for the years ended December 31, 2021 and December 31, 2020 ("MD&A") may be found on the Company's SEDAR profile at www.sedar.com, and on the Company's website at www.westislandbrands.com. The Company will not use procedures known as "stratification" in relation to the use of Notice-and-Access Provisions.

Stratification occurs when a reporting issuer using the Notice-and-Access Provisions provides a paper copy of the Circular to some Shareholders with this notice package. In relation to the Meeting, all Shareholders will receive the required documentation under the Notice-and-Access Provisions, which will not include a paper copy of the Circular.

# **Obtaining Paper Copies of Materials**

The Company anticipates that using notice-and-access for delivery to all Shareholders will directly benefit the Company through a substantial reduction in both postage and material costs, and also promote environmental responsibility by decreasing the large volume of paper documents generated by printing proxy-related materials.

Shareholders may obtain paper copies of the Circular, Financial Statements and MD&A free of charge by contacting the Corporation's transfer agent, Capital Transfer Agency ULC. ("Capital") at 390 Bay Street, Suite 920, Toronto, Ontario M5H 2Y2, tel: 416-350-5007 or upon request to the Corporation's Corporate Secretary by email at info@westislandbrands.com. Shareholders with questions about notice-and-access can call the Company's transfer agent at the same number. Meeting materials will be sent to such Shareholders within three (3) business days of their request if such requests are made before the Meeting, or any adjournments or postponements thereof.

#### Voting

All Shareholders are invited to attend the Meeting and may attend in person or may be represented by proxy. A "beneficial" or "non-registered" Shareholder will not be recognized directly at the Meeting for the purposes of voting common shares registered in the name of his/her/its broker; however, a beneficial Shareholder may attend the Meeting as proxyholder for the registered Shareholder and vote the common shares in that capacity. Only Shareholders as of the Record Date are entitled to receive notice of and vote during the Meeting. Shareholders who are unable to attend the Meeting, or any adjournments or postponements thereof, are requested to complete, date and sign the enclosed form of proxy (registered holders) or voting instruction form (beneficial holders) and return it in the envelope provided. To be effective, the enclosed form of proxy or voting instruction form must be mailed, faxed, e-mailed or submitted online so as to reach or be deposited with Capital Transfer Agency (in the case of registered holders) at 390 Bay Street, Suite 920, Toronto, Ontario, M5H 2Y2; (ii) by facsimile at 416-350-5008; (iii) by email to voteproxy@capitaltransferagency.com; or (iv) by internet at www.capitaltransferagency.com, not later than 48 hours (excluding Saturdays, Sundays and statutory holidays in the City of Toronto, Ontario) prior to the time set for the Meeting or any adjournments or postponements thereof (the "Proxy Deadline"), failing which such votes may not be counted, or with your intermediary (in the case of beneficial holders) with sufficient time for them to file a proxy by the Proxy Deadline. Further instructions for beneficial holders with respect to how to they can deposit their proxy are contained in the voting instruction form.

SHAREHOLDERS ARE REMINDED TO REVIEW THE CIRCULAR BEFORE VOTING.

DATED at Toronto, Ontario, on July 8, 2022.

BY ORDER OF THE BOARD OF DIRECTORS

"Boris Ziger"

**Boris Ziger Chief Executive Officer and Director**