

**NEVIS BRANDS INC.**  
1100 – 1199 W. Hastings Street  
Vancouver, B.C. V6E3T5

**Tel: 425-380-2151    Email: [kueber@gmail.com](mailto:kueber@gmail.com)**

**NOTICE OF ANNUAL GENERAL and SPECIAL MEETING**

NOTICE IS HEREBY GIVEN that an annual general and special meeting (“**Meeting**”) of the holders of common shares (“**Shares**”) of NEVIS BRANDS INC. (“**Nevis**” or the “**Company**”) will be held on July 25, 2023 at suite 1100 – 1199 W. Hastings Street, Vancouver, B.C. V6E 3T5 at the hour of 9:00 A.M. PDT (local time in Vancouver, BC) .

Shareholders can also attend by Zoom.  
Register in advance for this meeting:

<https://us06web.zoom.us/meeting/register/tZUlcOyvpzggqHNQbOzLaZftVUeOA26h3YjiS>

After registering, you will receive a confirmation email containing information about joining the Meeting. To avoid delays on the Meeting date, management strongly recommends that you pre-register as soon as possible and at least 48 hours in advance of the Meeting (excluding Saturday, Sunday and statutory holidays).

The Meeting is being held for the following purposes:

1. To receive and consider the audited financial statements of the Company for its fiscal years ended November 30, 2022 and November 30, 2021 and the auditor’s report thereon;
2. To fix the number of directors at five.
3. To consider and if thought appropriate, to pass an ordinary resolution electing four directors of the Company;
4. To re-appoint Smythe LLP, Chartered Professional Accounts, as the auditor of the Company for the ensuing financial year and to authorize the directors to fix the remuneration to be paid to the auditor;
5. To approve, ratify and confirm by ordinary resolution the Company’s 10% Rolling Stock Option Plan for the ensuing year, as more particularly described in the accompanying Information Circular;
6. To approve the grant of stock options to directors;
7. To approve the issue of the Company’s common shares (“Shares”) to a director to settle debt.
8. to transact such other business as may properly come before the Meeting and any adjournment thereof.

The nature of the business to be transacted as the Meeting is describe in further detail in the Information Circular accompanying this Notice. Only shareholders of record as of the close of business on June 19, 2023 are entitled to notice of and to attend the Meeting or any adjournment or adjournments thereof and to vote thereat.

To assure your representation at the Meeting as a registered Shareholder (a "**Registered Shareholder**"), please complete, sign, date and return the enclosed proxy, whether or not you plan to personally attend the Meeting. Sending your proxy will not prevent you from voting in person at the Meeting. All proxies completed by Registered Shareholders must be received by the Company's transfer agent, Computershare Investor Services Inc. ("**Computershare**"), not later than Friday, **July 21, 2023 at 9:00 a.m. PDT (local Vancouver Time)**. A Registered Shareholder must return the completed proxy to Computershare as follows:

- (a) by the **Internet, facsimile or email** as described on the enclosed proxy; or

(b) by **registered mail**, by **hand** or by **courier** to Computershare Trust Corporation, 702-777 Hornby Street, Vancouver, British Columbia, V6Z 1S4.

Non-registered Shareholders ("**Non-Registered Shareholders**") whose common shares ("Shares") are registered in the name of an intermediary should carefully follow voting instructions provided by the intermediary. A more detailed description on returning proxies by Non-Registered Shareholders can be found beginning on page 2 of the attached Circular.

**If you are a Non-Registered Shareholder, it is vital that the voting instruction form provided to you by your broker, intermediary or its agent is returned according to their instructions, sufficiently in advance of the deadline specified by the broker, intermediary or agent, to ensure that they are able to provide voting instructions on your behalf.**

An Information Circular and a form of Proxy accompany this Notice.

DATED at Vancouver, B.C. this 21st day of June 2023.

**ON BEHALF OF THE BOARD OF DIRECTORS OF NEVIS BRANDS INC.**

*(signed) "John Kueber"*

John Kueber

Chief Executive Officer, Director