

THE SECOND CUP LTD.
Annual Meeting of Shareholders

REPORT OF VOTING RESULTS

Pursuant to section 11.3 of National Instrument 51-102 – *Continuous Disclosure Obligations*, this report describes the matters decided at the 2019 Annual Meeting of Shareholders of The Second Cup Ltd. (the “**Corporation**”) held on May 10, 2019.

1. Election of Directors

Each of the following individuals were elected as directors of the Corporation as approved by a vote by ballot, for a term expiring at the conclusion of the next annual meeting of shareholders of the Corporation, or until their successors are elected or appointed, as follows:

Nominee	# Votes for	% Votes for	# Votes withheld	% Votes withheld
Garry Macdonald	6,651,809	95.35%	324,651	4.65%
Michael Bregman	6,420,216	92.03%	556,244	7.97%
Melinda Lee	6,954,109	99.68%	22,351	0.32%
Alton McEwen	6,718,416	96.30%	258,044	3.70%
Alan Simpson	6,717,396	96.29%	259,064	3.71%
Paul W. Phelan	6,655,821	95.40%	320,639	4.60%
Michael Serruya	6,955,741	99.70%	20,719	0.30%
Aaron Serruya	6,950,741	99.63%	25,719	0.37%

2. Appointment of Auditor

By a resolution passed by a vote by show of hands, PricewaterhouseCoopers LLP was reappointed as the auditor of the Corporation until the next annual meeting of the shareholders of the Corporation or until its successor is appointed and the directors of the Corporation were authorized to fix the remuneration of such auditor. According to proxies received by management in advance of the meeting, the voting results were:

# Votes for	% Votes for	# Votes withheld	% Votes withheld
6,994,226	99.13%	61,301	0.87%