



Sworn on behalf of: Applicant  
Sworn by: Ian Parsard  
Affidavit No: 1  
Exhibit: None  
Date Sworn: February 24, 2021  
Date Filed: March 4, 2021

**AFFIDAVIT OF IAN PARSARD  
IN SUPPORT OF APPLICATION FOR SPECIFIED SERVICE**

**IN THE SUPREME COURT OF JUDICATURE OF JAMAICA**

**IN THE COMMERCIAL DIVISION**

**CLAIM NO. SU 2021 CD00073**



**IN THE MATTER OF THE COMPANIES ACT OF JAMAICA**

**AND**

**IN THE MATTER OF AN APPLICATION BY 138 STUDENT  
LIVING JAMAICA LIMITED FOR DIRECTIONS  
PURSUANT TO SECTION 130(2) OF THE COMPANIES  
ACT OF JAMAICA**

I, **IAN PARSARD**, being duly sworn make oath and say as follows:

1. I am the Chairman and a Director of the Applicant, and my address for the purpose of these proceedings is 2 Castries Drive, UWI Mona Campus, Kingston 7 in the parish of St. Andrew.
2. In so far as the facts herein are within my knowledge, they are true and in so far as they are not within my personal knowledge, they are true to the best of my knowledge information and belief.
3. On March 13, 2020, the Prime Minister of Jamaica, the Most Hon. Andrew Holness, by the Disaster Risk Management (Enforcement Measures) Order declared Jamaica a disaster area because of the SARS-CoV-2 ("Coronavirus COVID-19"). This order which was made pursuant to the Disaster Risk Management Act, imposed various restrictions including restricting the size of public gatherings.

4. After a series of other orders, on February 10, 2021 the Disaster Risk Management (Enforcement Measures) (No. 2) Order, 2021 (“the Present Order”) was brought into effect extending the period for which Jamaica is deemed a disaster area to March 1, 2021.
5. The Present Order exempts annual general meetings from the prohibition of public gatherings of more than 10 or 15 persons, but there are still restrictions in place regarding the physical distancing and other protocols for persons attending annual general meetings.
6. The Present Order prohibits persons over the age of sixty-five years old leaving their places of residence except in specific circumstances, which apparently do not include the attending of annual general meetings.
7. The Prime Minister and the public medical authorities have indicated repeatedly that there is no certainty as to when the pandemic will end or be brought under control, and therefore when these restrictions will end. The public medial authorities have also confirmed that the virus is the community-spread phase which increases the chances of persons contracting it.
8. Based on the information now available, it appears likely that the restrictions on public gatherings and physical distance requirements will continue for several more months.
9. The Applicant’s next annual general meeting is due to be held within the next three months.
10. Considering the Present Order and the conditions caused by the pandemic however it is impracticable for the Applicant to call or hold its next annual general meeting in accordance with the Companies Act and its Articles of Incorporation. It is impracticable because of the number of shareholders entitled to attend and the absence of suitable venues which are the appropriate size to accommodate all attendees at the required physical distance.

11. I am advised by the Applicant's attorneys-at-law and verily believe that where it is impracticable to call a meeting of a company in any manner in which meetings of that company may be called or to conduct the meeting of the company in a manner prescribed in the company's articles, a director or member of a company may make an application to the court pursuant to section 130 of the Companies Act for the court to order a meeting of the company to be called, held and conducted in such manner as the Court thinks fit.
12. The directors of the Applicant and the Applicant have been advised that in the circumstances, it would be appropriate to make this application and pursue an application for the court's directions pursuant to section 130(2) of the Companies Act to allow it to call and conduct its next annual general meeting in the most convenient and safe way possible.
13. The shareholders of the Applicant would therefore be affected by the directions that the Applicant will seek and would reasonably expect to be given notice of the proceedings.
14. The Applicant has approximately 570 shareholders and it would therefore be impractical to personally serve notice of the proceedings on each shareholder given the current conditions.
15. The Gleaner and the Observer are the two most widely read newspapers in the island of Jamaica and if notice of the proceedings including the Fixed Date Claim Form, the Affidavit in Support, any orders and other documents filed in these proceedings ("the Court Documents") are published in one of them their contents are likely to come to the shareholders' attention either on or shortly after the dates of publication.
16. The Applicant's shareholders are aware that the Applicant's shares are listed on the stock exchange operated by the Jamaica Stock Exchange

Limited and it operates a website at [www.jamstockex.com](http://www.jamstockex.com) which regularly posts information in relation to companies listed on its exchange. The Applicant's website is also publicly accessible at <https://138studentliving.com/> and publication of the Court Documents on either or both websites is likely to enable the shareholders to ascertain their contents.

17. In these circumstances, the Applicant seeks orders in the terms of the application.

Sworn to by **IAN PARSARD** )  
at *McCook's Pen* )  
in the Parish of *St. Catherine* )  
this *24<sup>th</sup>* day of February, 2021 )  
before me:- )  
*NICOLE MARSHALL-WALKER*

*I, P — 2*  
\_\_\_\_\_  
**IAN PARSARD**

  
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**JUSTICE OF THE PEACE FOR THE  
PARISH OF *ST. CATHERINE***

**FILED** by **HYLTON POWELL**, Attorneys-at-Law, 11A Oxford Road, Kingston 5 in the parish of Saint Andrew, Attorneys-at-Law for the Applicant whose address for service is that of its said Attorneys-at-Law (Attention: Kerri-Anne Mayne 5683). Telephone: 926-1672; Facsimile: 929-7587. Email: [kamayne@hyltonpowell.com](mailto:kamayne@hyltonpowell.com)