



***Transcript of the
Staffing 360 Solutions, Inc.
Special Meeting of Stockholders
June 15, 2017***

Speakers

Brendan Flood – Executive Chairman, Director
Christopher Lutzo – General Counsel and Company Secretary

Board of Directors

Brendan Flood – Executive Chairman, Director
Matt Briand – President, Chief Executive Officer and Director
Jeff Grout – Independent Director
Dimitri Villard – Independent Director
Nicholas Florio – Independent Director

Presentation

Brendan Flood - Executive Chairman

Good morning fellow stockholders. My name is Brendan Flood, and I am the Executive Chairman of the Corporation and the Chairman of the Board of Directors of Staffing 360 Solutions Inc. I will serve as the Chairman of this Special Meeting of Stockholders.

On behalf of the Board of Directors and management of Staffing 360, I welcome those shareholders who have managed to join us here today at our Corporate Headquarters in New York City.

I will now call this meeting to order.

Will any person who has not already done so please sign in with the Secretary of the Company, Mr. Christopher Lutzo. If anybody has not received an Agenda for the meeting, then please put your hand up and one will be provided to you.

Mr. Secretary, is there a quorum present?

Christopher Lutz - General Counsel and Company Secretary

Good morning ladies and gentlemen. My name is Christopher Lutz and I am the Company's General Counsel and Company Secretary.

Mr. Chairman, I am happy to report that we have a quorum present.

The number of shares of Common Stock represented in person or by proxy at this meeting is 8,615,957, or 58.8% of the total issued and outstanding shares of Common Stock as of the record date, April 18th, 2017.

Brendan Flood - Executive Chairman

Thank you Mr. Secretary. With a quorum being present, I hereby declare this Special Meeting of Stockholders of Staffing 360 Solutions duly and properly convened and open for the transaction of business.

Before we proceed with the items on the agenda, I would like to introduce the directors and executives of the Company. In person in the meeting room we have:

Matt Briand – President, Chief Executive Officer and Director

Nicholas Florio – Director and Chairman of the Audit Committee

Telephonically we have:

Dimitri Villard – Director and Chairman of the Nominating and Corporate Governance Committee

Jeff Grout – Director and Chairman of the Compensation Committee

Officers present are:

David Faiman – Chief Financial Officer and Deputy Company Secretary

Christopher Lutz – General Counsel and Company Secretary

Darren Minton – Executive Vice President

Also present are Wade Pearson, Senior Vice President of Finance and Sharnika Viswakula our Corporate Controller.

Thank you everyone.

A copy of the list of stockholders has been made available at the Company's headquarters and is also in possession of the Secretary at this meeting.

At this point we will move to voting on the 4 proposals included with the Proxy Statement before opening the floor to a Question and Answer session.

Christopher Lutz - General Counsel and Company Secretary

Thank you Brendan.

We will now vote on the four proposals that are outlined in the proxy statement. Ballots will be distributed to those of you who have not already voted by Proxy and to those of you who have voted by Proxy, but who wish to change your vote.

If you have already voted by Proxy and do not wish to change your vote, you do not need to complete and submit a ballot.

I have appointed Sharnika Viswakula, our Corporate Controller, to tabulate and to count the ballots. Ms. Viswakula has executed the Inspector's Oath and filed it with the Secretary. She will collect the votes for each proposal, and then tabulate the results for each proposal. At this time the polls are now open. The polls will close following the presentation of the final proposal.

Proposal 1: Approve the change in corporate domicile from the State of Nevada to the State of Delaware.

Information about this proposal is included in the proxy statement.

Will stockholders desiring to vote by ballot please mark their ballots now.

None present; none noted.

As a reminder, if you have already submitted a proxy and do not wish to revoke your proxy or to otherwise change your vote, then you do not need to submit a ballot.

Proposals 2, 3 and 4 relate to the financings provided or potentially to be provided to the Company by Jackson Investment Group.

Proposal 2: Authorize the issuance of shares of the Company's Common Stock issuable (i) upon exercise of the Warrant issued to Jackson Investment Group in connection with the purchase of a \$7,400,000 Subordinated Secured Note on January 26, 2017, as amended, (ii) upon conversion of accrued interest on the Notes and (iii) upon failure of the Company to discharge its obligations on or prior to the Trigger Date, in each case required by NASDAQ Marketplace Rule 5635(b).

Information about this proposal is included in the proxy statement.

Stockholders voting by ballot may mark your ballots now.

None present; none noted.

Proposal 3: Approve the issuance of the April Commitment Shares pursuant to the April Purchase Agreement, as required by NASDAQ Marketplace Rule 5635(d).

Information about this proposal is included in the proxy statement.

Stockholders voting by ballot may mark your ballots now.

None present; none noted.

Proposal 4: In connection with one or more capital raising transactions, authorize the Company to issue up to 600,000 shares of Common Stock (including preferred stock, options, warrants, convertible debt or other securities exercisable for or convertible into Common Stock) for aggregate consideration of not more than \$2,000,000 in cash and at a price not less than the par value of the Company's Common Stock at the time of issuance, as required by NASDAQ Marketplace Rule 5635(d).

Information about this proposal is included in the proxy statement.

Stockholders voting by ballot may mark your ballots now.

None present; none noted.

At this time, I will hand the floor back to Brendan for Q&A and closure of the polls.

Brendan Flood - Executive Chairman

Ladies and gentlemen, I will now open the floor to any questions that anybody may have on any of the proposals presented. As you ask a question, please identify yourself for the record and address all questions through the Chair.

[No questions asked]

[Board of directors then authorizes management to effect the change in domicile to Delaware]

As there are no questions, then the polls for all proposals are now closed. We will tabulate the votes and announce the results on Form 8-K within the next few days.

With no further ado the meeting is now adjourned. Thank you very much for coming.