

**TIDAL ROYALTY CORP.**  
**789 WEST PENDER STREET**  
**SUITE 810**  
**VANCOUVER, BRITISH COLUMBIA**  
**V6C 1H2**

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF  
SHAREHOLDERS**

NOTICE IS HEREBY GIVEN that an annual general and special meeting (the “**Meeting**”) of the holders (the “**Shareholders**”) of common shares (the “**Shares**”) of Tidal Royalty Corp. (the “**Company**”) will be held at Cassels Brock & Blackwell LLP, Suite 2100, Scotia Plaza, 40 King Street West, Toronto, Ontario on Thursday, December 6, 2018 at 10:00 a.m. (Toronto time). At the Meeting, the Shareholders will receive the financial statements for the years ended July 31, 2018 and July 31, 2017, together with the auditor’s report thereon, and consider resolutions to:

1. fix the number of directors at five;
2. elect directors of the Company for the ensuing year;
3. appoint Manning Elliott LLP, Chartered Accountants, as auditor of the Company for the ensuing year and to authorize the directors fix their remuneration;
4. to consider, and if thought advisable to pass, with or without variation, an ordinary resolution to approve the amended and restated stock option plan, as more particularly described in the accompanying information circular;
5. transact such other business as may properly be put before the Meeting or any adjournment or postponement thereof.

The accompanying Circular provides detailed information relating to the matters to be dealt with at the Meeting and forms part of this notice. A form of proxy accompanies this notice.

All shareholders of record at the close of business on November 1, 2018 are entitled to attend and vote at the Meeting in person or by proxy. The Board of Directors (the “**Board**”) requests that all Shareholders who will not be attending the Meeting in person read, date and sign the accompanying proxy. **To be effective, the proxy must be delivered to the Company’s transfer agent: National Issuer Services Ltd. at their offices located at 760 – 777 Hornby Street, Vancouver, British Columbia, V6Z 1S4, by mail or by fax at 604-559-8908, or by email at proxy@transferagent.ca no later than 10:00 a.m. (Toronto, Ontario time) on December 4, 2018 (or before 48 hours, excluding Saturdays, Sundays and holidays before any adjournment of the meeting at which the proxy is to be used).**

DATED at Toronto, Ontario, the 6th day of November, 2018.

**BY ORDER OF THE BOARD OF DIRECTORS**

*“Paul Rosen”*

Paul Rosen  
Chairman and Chief Executive Officer