

GENERIC GOLD CORP.
Suite 1660, 141 Adelaide St. West
Toronto, Ontario M5H 3L5

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual and special meeting (the “**Meeting**”) of the shareholders of **Generic Gold Corp.** (the “**Corporation**”) will be held on **Friday, June 21, 2019**, at the hour of 10:00 a.m. (Eastern time), at the office of Irwin Lowy LLP at Suite 401, 217 Queen Street West, Toronto, Ontario M5V 0R2, for the following purposes:

1. to receive and consider the audited consolidated financial statements of the Corporation for the period ended December 31, 2018 and the report of the auditors thereon;
2. to appoint UHY McGovern Hurley LLP as the auditors of the Corporation until completion of the proposed reverse take-over of the Corporation by OG DNA Genetics Inc. (“**OG DNA**”), whereby the Corporation will become the direct parent of OG DNA (the “**Business Combination**”), as further described in the accompanying management information circular of the Corporation prepared for the purpose of the Meeting (the “**Circular**”), and authorize the board of directors of the Corporation (the “**Board**”) to fix the auditor’s remuneration (the “**Generic Gold Auditor Resolution**”);
3. to consider and, if thought advisable, pass, with or without variation, a special resolution to determine the number of directors of the Corporation and the number of directors to be elected at the Meeting to be three (3) and to empower the directors of the Corporation, by resolution of the directors, to determine the number of directors within the minimum and maximum number set out in the articles of incorporation of the Corporation (the “**Generic Gold Number of Directors Resolution**”);
4. to elect the directors of the Corporation that will hold office until the earlier of the next general meeting of the Corporation or completion of the Business Combination (the “**Generic Gold Election of Directors**”);
5. to consider and, if thought advisable, pass, with or without variation, a special resolution to determine, conditional on and effective following the closing of the Business Combination, the number of directors of the Corporation and the number of directors to be elected at the Meeting to be seven (7) and to empower the directors of the Corporation, by resolution of the directors, to determine the number of directors within the minimum and maximum number set out in the articles of incorporation of the Corporation (the “**Business Combination Number of Directors Resolution**”);
6. to elect the directors of the Corporation, conditional on and effective following the closing of the Business Combination (the “**Business Combination Election of Directors**”);
7. to consider and, if thought advisable, pass, with or without variation, a special resolution (the “**Continuance Resolution**”), the full text of which is set forth in the accompanying Circular, approving: (i) the application by the Corporation to the Ontario Ministry of Government and Consumer Services for authorization for the Corporation to continue from the Province of Ontario into the Province of British Columbia (the “**Continuance**”) prior to the completion of the Business Combination; and (ii) the filing with the Registrar of Companies under the *Business Corporations Act* (British Columbia) (the “**BCBCA**”) of an application for the Continuance (the “**Continuance Application**”). The Continuance Resolution, if passed, will also approve: (i) the adoption by the Corporation upon Continuance of articles under the BCBCA in the form attached hereto as Schedule “A” (the “**Articles**”); (ii) the inclusion with the Continuance Application of a notice of articles under the BCBCA reflecting the information that will apply to the Corporation upon Continuance (the “**Notice of Articles**”); and (iii) concurrently with and conditionally upon the Continuance, the amendment, by the Articles and Notice of Articles, of the Corporation’s current Articles of Incorporation and bylaws under the Business Corporations Act (Ontario), to make all changes necessary to conform to the BCBCA, and to:
 - (a) consolidate the common shares (the “**Common Shares**”) of the Corporation on the basis of one (1) post-consolidation Common Share for a number of pre-consolidation Common Shares to be fixed by the Corporation’s board of directors such that the aggregate number of Common Shares outstanding

post-consolidation be no greater than 1,000,000, including the conversion or exercise of all outstanding convertible or exchangeable indebtedness and securities of the Corporation convertible or exchangeable into Common Shares (the “**Consolidation**”);

- (b) amend the terms of the Common Shares such that they will have the special rights and restrictions described under the heading “*Summary Share Terms*” in the accompanying Circular;
 - (c) create a new class of shares consisting of an unlimited number of restricted voting shares (the “**Restricted Voting Shares**”) having the special rights and restrictions described under the heading “*Summary Share Terms*” in the accompanying Circular; and
 - (d) change the name of the Corporation to “OG DNA Holdings Inc.” or such other name as the directors of the Corporation, in their sole discretion, may determine.
- 8. to appoint MNP LLP as the auditor of the Corporation to hold office conditional on and effective following the closing of the Business Combination and to authorize the directors of the Corporation to fix the remuneration of the auditor so appointed (the “**Business Combination Auditor Resolution**”);
 - 9. to consider, and if thought advisable, pass, with or without variation, an ordinary resolution to approve, conditional on and effective following the closing of the Business Combination, an omnibus incentive plan of the Corporation (the “**Equity Incentive Plan Resolution**”);
 - 10. to consider and, if deemed advisable, pass, with or without variation, a special resolution authorizing the Corporation to sell all, or substantially all, of the property of the Corporation (the “**Asset Sale Resolution**”); and
 - 11. to transact such other business as may properly come before the Meeting or any adjournments or postponements thereof.

The specific details of the matters to be put before the Meeting as identified above are set forth in the Circular of the Corporation accompanying and forming part of this notice. Shareholders should refer to the Circular, which is supplemental to, and expressly made a part of, this notice, for more detailed information with respect to the matters to be considered at the Meeting.

If you are a registered Shareholder of the Corporation and are unable to attend the Meeting in person, please date and execute the accompanying form of proxy and return it in the envelope provided to Capital Transfer Agency Ulc, 390 Bay Street, Suite 920, Toronto, ON M5H 2Y2, by no later than 10:00 a.m. (Eastern time) on June 19, 2019, or, if the Meeting is adjourned or postponed, not later than 48 hours, excluding Saturdays, Sundays and holidays, preceding the time of such adjourned or postponed meeting, as applicable.

If you are not a registered Shareholder of the Corporation and receive these materials through your broker or through another intermediary, please complete and return the form of proxy in accordance with the instructions provided to you by your broker or by the other intermediary.

The board of directors of the Corporation has by resolution fixed the close of business on April 22, 2019 as the record date, being the date for the determination of the registered holders of Common Shares entitled to receive notice of, and to vote at, the Meeting and any adjournment or postponement thereof.

Additional information about the Corporation and its financial statements are also available on the Corporation’s profile at www.sedar.com.

DATED this 24th day of May, 2019.

BY ORDER OF THE BOARD

“Kelly Malcolm” (signed)
Chief Executive Officer, President & Director