

**ARROWSTAR RESOURCES LTD.**  
Suite 2300 - 1177 West Hastings Street  
Vancouver, BC V6E 2K3

**NOTICE OF THE 2019 ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS**

NOTICE IS HEREBY GIVEN that the 2019 Annual General and Special Meeting (the “**Meeting**”) of the Shareholders of Arrowstar Resources Ltd. (the “**Company**”) will be held at Suite 2300, 1177 West Hastings Street, Vancouver, British Columbia on Friday, November 22, 2019, at 10:00 a.m. (Vancouver time), for the following purposes:

1. To receive the audited financial statements of the Company for the fiscal year ended December 31, 2018 (with comparative statements relating to the preceding fiscal period) together with the report of the auditors therein;
2. To fix the number of directors at four (4) (the “**Board Resolution**”);
3. To elect directors of the Company (the “**Director Election Resolution**”);
4. To appoint the auditors and to authorize the directors to fix their remuneration (the “**Auditor Resolution**”);
5. To consider and, if thought fit, to pass an ordinary resolution, ratifying and approving the Company’s rolling 10% stock option plan (the “**Rolling Plan Resolution**”), as more particularly described in the accompanying management information circular dated October 21, 2019 (the “**Circular**”);
6. To consider, and if thought appropriate to approve, with or without variation, an ordinary resolution, the full text of which is set forth in the accompanying Circular, to voluntarily delist the common shares of the Company from the TSX Venture Exchange (“**TSXV**”) concurrently with the listing of the common shares on the Canadian Securities Exchange (“**CSE**”) (the “**Delisting Resolution**”), to take effect only in the event that the Share Exchange Agreement (as defined below) is completed (the “**Business Combination**”), as more particularly described in the accompanying Circular;
7. To consider and if thought advisable, to pass, with or without amendment, a resolution (the “**Reverse Take-Over Resolution**”) in the form annexed as Schedule “C” to the Circular, approving a reverse take-over (the “**Reverse Take-Over**”) involving the Company and **Adastra Labs Holdings Ltd.** (“**Adastra**”) substantially in accordance with the terms of a Share Exchange Agreement (the “**Share Exchange Agreement**”) dated August 1, 2019, among the Company, Adastra and the securityholders of Adastra (the “**Vendors**”), the terms of which are more particularly described in the Circular; and
8. To transact such further or other business as may properly come before the meeting or any adjournment or adjournments thereof.

Accompanying this Notice is the Information Circular, a form of Proxy and a Financial Statements Request Card. The accompanying Information Circular provides information relating to the matters to be addressed at the Meeting and is incorporated into this Notice.

**Registered Shareholders**

Every registered holder (“**Registered Shareholder**”) of common shares (“**Common Shares**”) at the close of business on October 21, 2019 is entitled to receive notice of, and to vote such Common Shares at the Meeting.

Registered Shareholders who are unable to attend the Meeting in person and who wish to ensure that their Common Shares will be voted at the Meeting are requested to complete, sign and deliver the enclosed form of proxy c/o Proxy Dept., Computershare Investor Services Inc. (“**Computershare**”),

100 University Avenue, 8<sup>th</sup> Floor, Toronto, Ontario, M5J 2Y1. In order to be valid and acted upon at the Meeting, forms of proxy must be returned to the aforesaid address not less than 2 business days (excluding Saturdays, Sundays and holidays) before the time set for the holding of the Meeting or any adjournment(s) thereof. Further instructions with respect to the voting by Proxy are provided in the form of Proxy and in the Information Circular accompanying this Notice.

### **Beneficial Shareholders**

Shareholders may beneficially own Common Shares that are registered in the name of a broker, another intermediary or an agent of that broker or intermediary ("**Beneficial Shareholders**"). Without specific instructions, intermediaries are prohibited from voting Common Shares for their clients. **If you are a Beneficial Shareholder, it is vital that the voting instruction form provided to you by Computershare, your broker, intermediary or its agent is returned according to the instructions provided in or with such form, sufficiently in advance of the deadline specified, to ensure that they are able to provide voting instructions on your behalf.**

DATED at Vancouver, British Columbia, this 21<sup>st</sup> day of October 2019.

BY ORDER OF THE BOARD  
*(signed) "Phillip Thomas"*  
President and Director