

## CANADA HOUSE WELLNESS GROUP INC.

### 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 "**Common Shares**") of Canada House Wellness Group Inc. ("**Canada House**" or the "**Corporation**") will be held on Friday, December 18, 2020 at 1:00 p.m. (Eastern time). This year, due to the public health impact of COVID-19, the Corporation is conducting an online only shareholders' meeting.

Registered Shareholders (as defined in this Circular under the heading "Voting at the Meeting") and duly appointed proxyholders can attend the meeting online at <https://web.lumiagm.com/242622698> where they can participate, vote, or submit questions during the meeting's live webcast.

The Meeting is being held for the following purposes:

- (a) to receive the audited financial statements of the Corporation for the year ended April 30, 2020, and the report of the auditors thereon;
- (b) to elect directors of the Corporation for the ensuing year;
- (c) to confirm the appointment of Ernst & Young LLP as auditors of the Corporation and to authorize the board of directors (the "**Board of Directors**") to fix their remuneration;
- (d) to consider and, if thought advisable, to pass, with or without variation, a special resolution in the form set forth in the accompanying Circular authorizing an amendment to the Corporation's Articles to consolidate (the "**Consolidation**") the Corporation's issued and outstanding Common Shares on the basis of one (1) post-Consolidation share for every thirty (30) pre-Consolidation shares or such lesser Consolidation ratio as the directors may approve;
- (e) to consider and, if deemed advisable, to pass, with or without variation, a special resolution ratifying, confirming and approving the change of the Corporation's registered office to 551 Rue Saint-Marc, Louiseville, Quebec, J5V 2L4; and
- (f) to transact such other business as may properly come before the Meeting or any adjournment or postponement thereof.

The specific details of the foregoing matters to be put before the Meeting are set forth in the Circular accompanying this Notice of Meeting.

The record date for determining the Shareholders entitled to receive notice of and vote at the Meeting is the close of business on November 13, 2020 (the "**Record Date**"). Only Shareholders whose names have been entered in the applicable register of Shareholders as of 5:00 p.m. (Eastern time) on the Record Date are entitled to receive notice of and vote at the Meeting. Those Shareholders of record will be included in the list of Shareholders prepared as at the Record Date and will be entitled to vote the Common Shares recorded therein at the Meeting.

**Shareholders who are unable to attend the Meeting or any adjournment or postponement thereof are requested to date, sign and return the accompanying form of proxy for use at the Meeting or any adjournment or postponement thereof. To be effective, such proxy must be received by the Corporation's transfer agent, Computershare Investor Services Inc., by 5:00 p.m. (Eastern time) on December 16, 2020, or two business days prior to the time of the reconvening of any adjournment or postponement of the Meeting.**

**If you are an unregistered holder of Common Shares and have received these materials through your broker, investment dealer, bank, trust corporation, trustee or other intermediary, please complete and return the form of proxy provided to you by your intermediary in accordance with the instructions provided therein.**

If you require any assistance in completing your form of proxy, please contact Computershare Investor Services Inc. by calling toll free within North America at 1-800-564-6253 or by e-mail at [service@computershare.com](mailto:service@computershare.com).

DATED at Montreal, Quebec this 19<sup>th</sup> day of November 2020.

**BY ORDER OF THE BOARD OF DIRECTORS OF CANADA HOUSE  
WELLNESS GROUP INC.**

(signed) "*Chris Churchill-Smith*"

Chris Churchill-Smith  
Chief Executive Officer

**CAUTIONARY STATEMENTS REGARDING FORWARD LOOKING INFORMATION**

Except for statements of historical fact contained herein, the information presented in this Circular contains certain "forward-looking information" within the meaning of applicable Canadian securities laws concerning the business, operations and financial performance and condition of the Corporation, including its wholly-owned subsidiaries, IsoCanMed Inc., Abba Medix Corp, Canada House Clinics Inc., 690050 NB Inc. doing business as Kanalysis, and 2104071 Alberta Inc., which holds the dispensary license in Edmonton, Alberta. Often, but not always, forward-looking statements and forward-looking information can be identified by words such as "plans", "potential", "expects", "may", "should", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates", "believes", or variations, including negative and grammatical variations thereof, that refer to certain actions, events or results that may, could, would, might or will occur or be taken or achieved. Forward-looking statements and forward-looking information involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Corporation to differ materially from any future results, performance or achievements expressed or implied by the forward-looking statements or forward-looking information. Whether actual results and developments will conform to the Corporation's expectations and predictions, is subject to a number of risks, uncertainties and assumptions, as well as those discussed in the Corporation's Management Discussion and Analysis. Consequently, all of the forward-looking statements in this Circular are qualified by these cautionary statements or as to the Corporation's ability to enhance Shareholder value through this process.

Shareholders are cautioned not to place undue reliance on forward-looking statements and forward-looking information in this Circular. The Corporation undertakes no obligation to update any of the forward-looking statements or forward-looking information in this Circular, except as otherwise required by law. All of the forward-looking statements made and forward-looking information contained in this Circular are qualified by this cautionary statement.

**REPORTING CURRENCIES**

All references to "\$" in this Circular refer to Canadian dollars.