



NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual general meeting (the “**Meeting**”) of the holders of common shares of AgraFlora Organics International Inc. (the “**Company**”) will be held at the Suite 804-750 West Pender Street, Vancouver, British Columbia on **Friday, June 28, 2019 at 11:30 a.m.** (Vancouver Time) for the following purposes:

1. To receive the audited financial statements of the Company for the financial year ended December 31, 2017, the auditor’s report thereon and the management’s discussion and analysis for the financial year ended December 31, 2017;
2. To receive the audited financial statements of the Company for the financial year ended December 31, 2018, the auditor’s report thereon and the management’s discussion and analysis for the financial year ended December 31, 2018;
3. To fix the number of directors for the ensuing year at five (5);
4. To elect directors of the Company for the ensuing year;
5. To re-appoint Dale Matheson Carr-Hilton Labonte, Chartered Accountants, as auditors of the Company for the ensuing year and to authorize the board of directors to fix the auditor’s remuneration;
6. To approve an amendment to the Company’s articles of incorporation, as more particularly described in the accompanying Information Circular;
7. To re-approve by ordinary resolution the 10% rolling stock option plan of the Company, as more particularly described in the accompanying Information Circular; and
8. To transact such other business as may properly come before the Meeting or at any adjournment thereof.

Accompanying this notice is the Information Circular. The Information Circular contains details of matters to be considered at the Meeting.

Shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting, must complete, date and execute the enclosed form of proxy, or another suitable form of proxy, and deliver it by hand, by mail or by fax in accordance with the instructions set out in the form of proxy and in the Information Circular accompanying this Notice.

Shareholders who plan to attend the Meeting must follow the instructions set out in the form of proxy and in the Information Circular to ensure that their shares will be voted at the Meeting.

DATED at Vancouver, British Columbia, this 17th day of May, 2019.

AGRAFLORA ORGANICS INTERNATIONAL INC.

“Brandon Boddy”

Brandon Boddy,
Chairman & CEO