



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 810-789 West Pender Street, Vancouver, BC on Friday, March 26, 2021 at 10:00 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, 2019, the auditor’s report thereon and the management’s discussion and analysis for the financial year ended December 31, 2019;
2. To fix the number of directors for the ensuing year at four (4);
3. To elect directors of the Company for the ensuing year;
4. 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;
5. 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
6. 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 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.

In view of the current and rapidly evolving COVID-19 outbreak, the Company asks that, in considering whether to attend the Meeting in person, shareholders follow the instructions of the Public Health Agency of Canada (<https://www.canada.ca/en/public-health/services/diseases/2019-novel-coronavirus-infection.html>). The Company encourages Shareholders not to attend the Meeting in person if experiencing any of the described COVID-19 symptoms of fever, cough or difficulty breathing. The Company may take additional precautionary measures in relation to the Meeting in response to further developments in the COVID-19 outbreak. As always, the Company encourages shareholders to vote prior to the Meeting. Shareholders are encouraged to vote on the matters before the meeting by proxy and to join the Meeting by teleconference. To access the Meeting by teleconference, dial toll free at **1-800-319-7310**, Participation Code: **77783**, followed by the # sign.

DATED at Vancouver, British Columbia, this 19th day of February, 2021.

AGRAFLORA ORGANICS INTERNATIONAL INC.

“Brandon Boddy”

Brandon Boddy
Chairman & CEO