

LOWELL FARMS INC.

Notice of Annual General Meeting of Shareholders (the “Notice”)

The 2023 annual general meeting of shareholders (the “**Meeting**”) of Lowell Farms Inc., a British Columbia corporation (the “**Corporation**” or the “**Company**”), will be held on June 22, 2023, beginning at 8:30 a.m. (Eastern Time), at Odyssey Trust Company, 67 Yonge St., Suite 702, Toronto, Ontario, M5E 1J8. This Notice of Meeting is accompanied by the proxy statement and form of proxy (“**Proxy Instrument**”).

The following matters will be considered at the Meeting:

- the election of six directors for the forthcoming year from the nominees proposed by the Board of the Corporation;
- the appointment of GreenGrowth CPAs, as auditors for the Corporation and the authorization of the board of directors of the Corporation (the “**Board**”) to fix the auditors’ remuneration and terms of engagement;
- the amendment of the Company’s equity incentive plan, as further described in the Proxy Instrument; and
- the transaction of such other business as may properly come before the Meeting or any adjournment(s) thereof.

The record date for the determination of shareholders of the Corporation entitled to receive notice of and to vote at the Meeting or any adjournment(s) thereof is May 16, 2023 (the “**Record Date**”). Shareholders of the Corporation whose names have been entered in the register of shareholders of the Corporation at the close of business on the Record Date will be entitled to receive notice of and to vote at the Meeting or any adjournment(s) thereof.

A shareholder of the Corporation may attend the Meeting or may be represented by proxy. Registered shareholders of the Corporation who are unable to attend the Meeting or any adjournment(s) thereof are requested to date, sign, and return the accompanying Proxy Instrument for use at the Meeting or any adjournment(s) thereof.

To be effective, the enclosed Proxy Instrument must be returned to the Corporation’s transfer agent by using the envelope provided or by mailing the Proxy Instrument to Odyssey Trust Company, 67 Yonge St., Suite 702, Toronto, Ontario, M5E 1J8 (Attention: Proxy Department). You may also vote on the Internet by going to <https://login.odysseytrust.com/pxlogin>. You will need your control number located on the Proxy Instrument. If you wish to vote on the Internet, you must do so no later than June 20, 2023 at 8:30 a.m. (Eastern Time). If you vote prior to the Meeting using any other method, your Proxy Instrument must be received by Odyssey Trust Company no later than June 20, 2023 at 8:30 a.m. (Eastern Time). If the Meeting is adjourned, your proxy or voting instructions must be received at least 48 hours before the beginning of any adjournment(s) or postponement(s) of the Meeting.

If you are a non-registered shareholder (for example, if you hold shares of the Corporation in an account with a broker or another intermediary), you should follow the voting procedures described in the form of proxy or voting instruction form provided by your broker or intermediary or call your broker or intermediary for information as to how you can vote your shares. Without specific instructions, brokers and their agents and nominees are prohibited from voting shares for the broker’s clients. Therefore, each non-registered shareholder should ensure that voting instructions are communicated to the appropriate person well in advance of the Meeting. Note that the deadlines set by your broker or intermediary for submitting your form of proxy or voting instruction form may be earlier than the dates described above.

You may also vote your shares in person at the Meeting. If you are a non-registered shareholder, you may not vote your shares at the Meeting, or any adjournment(s) or postponement(s) thereof, unless you obtain a legal proxy from the registered holder of the shares giving you the right to do so.

Whether or not you plan to attend the Meeting, we encourage you to read this proxy statement and ***promptly vote your shares***. For specific instructions on how to vote your shares, please refer to the section entitled “*How You Can Vote*” and to the instructions on your proxy or voting instruction card.

DATED as of June 1, 2023
By Order of the Board of Directors

/s/ Ann Lawrence

Ann Lawrence

Chairperson