

NUTRITIONAL HIGH INTERNATIONAL INC.

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT the annual general meeting (the "**Meeting**") of shareholders (the "**Shareholders**") of Nutritional High International Inc. (the "**Corporation**") will be held at 77 King Street West, Suite 3000, Toronto Ontario on May 25, 2017, at 10:00 a.m. (Eastern Standard time), for the following purposes:

- (1) to receive the consolidated financial statements of the Corporation for its fiscal year ended report of the July 31, 2016, report of the auditor thereon and related management discussion and analysis;
- (2) to elect the directors of the Corporation for the ensuing year;
- (3) to re-appoint the auditor of the Corporation for the ensuing year and to authorize the directors to fix the auditor's remuneration; and
- (4) to transact such other business as may properly come before the Meeting or any adjournment thereof.

The specific details of the matters proposed to be put before the Meeting are set forth in the Management Proxy Circular (the "**Circular**") which accompanies this Notice of Meeting.

DATED at Toronto, Ontario this 18th day of April, 2017, 2015.

BY ORDER OF THE BOARD OF DIRECTORS

/s/ "Jim Frazier"

Jim Frazier

President, Chief Executive Officer & Director

A Circular and form of proxy accompany this Notice of Meeting regardless of whether you expect to attend the Meeting, please exercise your right to vote. Shareholders who have voted may still attend the Meeting. Please complete, date and sign the enclosed form of proxy and return it in accordance with the instructions set out in the form of proxy and the Circular. Only registered shareholders and duly appointed proxy holders may vote in person at the Meeting.

As provided in the *Canada Business Corporations Act*, the directors have fixed a record date of April 10, 2017. Accordingly, persons who are registered as shareholders on the books of the Corporation at the close of business on April 10, 2017 are entitled to notice and to vote at the Meeting.

If you are a non-registered shareholder and receive these materials through your broker or another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or intermediary.