

**NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS
OF TANZANIA MINERALS CORP.**

NOTICE IS HEREBY GIVEN that the annual and special meeting (the “**Meeting**”) of the shareholders (the “**Tanzania Shareholders**”) of Tanzania Minerals Corp. (“**Tanzania**”) will be held at Suite 300 – Bellevue Centre, 235 – 15th Street, West Vancouver, British Columbia on April 29, 2019 at 9:00 a.m. (Vancouver time) for the following purposes, as more particularly described in the enclosed management information circular (the “**Circular**”):

1. to receive and consider the audited financial statements of Tanzania as at and for the year ended February 28, 2019, together with the report of the auditors thereon;
2. to set the number of directors of Tanzania at three (the “**Tanzania Board Resolution**”);
3. to elect directors of Tanzania (the “**Tanzania Director Election Resolution**”);
4. to appoint the Tanzania auditor and to authorize the directors to fix their remuneration (the “**Tanzania Auditor Resolution**”);
5. to pass an ordinary resolution to approve the voluntary delisting of Tanzania Shares from the NEX board of the TSXV, to be implemented only in the event that all conditions of the Business Combination have been satisfied or waived (the “**Delisting Resolution**”);
6. to consider and, if thought advisable, approve with or without variation, a special resolution, the full text of which is set forth in Schedule “C” to the Circular, to authorize and approve an amendment to the articles of Tanzania to amend the rights and restrictions of the existing class of Tanzania Shares and re-designate such class as subordinate voting shares; and to create a class of multiple voting shares and a class of super voting shares (the “**Amendment Resolution**”), to be implemented only in the event that all conditions to the Business Combination have been satisfied or waived (other than conditions that may be or are intended to be satisfied only after the Amendment is completed);
7. to consider and, if thought advisable, approve with or without variation, an ordinary resolution to be conditional on and effective following the closing of the Business Combination to set the number of directors of the Resulting Issuer at seven (the “**Resulting Issuer Board Resolution**”);
8. to elect, conditional on and effective following the closing of the Business Combination, Jim Cacioppo, Erich Mauff, Max Cohen, Benjamin Cross, Stephen Monroe and Peter Adderton as directors of the Resulting Issuer, to take effect only in the event that the Business Combination is completed (the “**Resulting Issuer Director Election Resolution**”). As the number of directors will have been set at seven directors, and only six directors will be elected pursuant to the election of the Resulting Issuer Board, the members of the Resulting Issuer Board proposes to appoint a director to fill the vacancy in accordance with the provisions of the Articles of Tanzania.;
9. to appoint MNP LLP as the auditor of the Resulting Issuer to hold office conditional on and effective following the closing of the Business Combination and to authorize the directors of the Resulting Issuer to fix the remuneration of the auditor so appointed, to take effect only in the event that the Business Combination is completed (the “**Resulting Issuer Auditor Resolution**”);
10. to pass an ordinary resolution to change the financial year end of Tanzania to December 31st upon the completion of the Business Combination (the “**Financial Year End Resolution**”);
11. to pass an ordinary resolution approving a change in the name of Tanzania to “Jushi Holdings Inc.” or such other name as the Resulting Issuer Board, in its sole discretion, may determine to take effect upon the closing of the Business Combination (the “**Name Change Resolution**”);
12. to consider and, if thought advisable, approve with or without variation, an ordinary resolution, the full text of which is set forth in Schedule “D” to the Circular, to authorize and approve the adoption of a new equity incentive plan of the Resulting Issuer (the “**Equity Incentive Plan**”);

Resolution”), to be implemented only in the event that the Business Combination is completed; and

13. to transact such other business as may properly come before the Meeting or any adjournment or postponement thereof.

In respect of capitalized terms used but not defined herein, see the “Glossary” in the Circular. The Business Combination will be completed pursuant to the Definitive Agreement dated as of November 2, 2018, as amended from time to time, between Tanzania and Jushi. A copy of the Definitive Agreement will be available under Tanzania’s profile on SEDAR at www.sedar.com. A description of the Business Combination and the matters to be dealt with at the Meeting is included in the Circular.

Only Tanzania Shareholders of record at the close of business on March 21, 2019 are entitled to receive notice of the Meeting and any adjournment or postponement thereof.

Tanzania Shareholders who are unable to be present in person at the Meeting are requested to complete and return, in one of the manners available for that purpose, the enclosed form of proxy. In order to be voted, proxies must be received by Odyssey Trust Company, by no later than 9:00 a.m. (Vancouver time) on April 25, 2019 or, in the case of any adjournment or postponement of the Meeting, by no later than 48 hours (excluding Saturdays, Sundays and holidays) before the time for the adjourned or postponed Meeting.

DATED at Vancouver, British Columbia, this 29th day of March, 2019.

BY ORDER OF THE BOARD

“Robert Dzisiak”

Robert Dzisiak
President and Chief Executive Officer