



NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

**TO BE HELD ON FRIDAY, APRIL 26, 2019
(THE "NOTICE")**

TO: The Shareholders of Global Hemp Group Inc.

TAKE NOTICE that the annual general and special meeting (the "Meeting") of the shareholders of Global Hemp Group Inc. ("Global Hemp", "GHG" or the "Company") will be held at #200 - 171 Water Street, Vancouver, B.C V6B 1A7 on Friday, April 26, 2019 at 1:00 P.M. (PDT) for the following purposes:

1. To receive the audited financial statements of the Company for the year ended September 30, 2018 and the report of the auditor on those statements;
2. To set the directors at four (4) and elect directors for the ensuing year;
3. To appoint the auditor for the Company for the ensuing year and authorize the directors to fix the remuneration to be paid to the auditor;
4. To consider and, if deemed appropriate, to pass a resolution, the full text of which is set forth in the Information Circular and proxy statement, ratifying, adopting and approving the stock option plan of the Company (the "**Stock Option Plan**") and authorizing the Company's board of directors to make any amendments thereto that may be required for the purpose of obtaining the approval of applicable securities regulatory authorities or stock exchanges;
5. To consider and, if deemed appropriate, to pass a resolution, the full text of which is set forth in the Information Circular and proxy statement, amending the articles of the Company to allow for the Direct Registration System of the Company's securities;
6. To consider and, if deemed appropriate, , to pass a resolution, the full text of which is set forth in the Information Circular and proxy statement, amending the articles of the Company to include an Advance Notice Policy; and
7. To transact such other business as may properly come before the Meeting or any adjournments thereof.

This information circular (the "Circular" or "Information Circular") provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this Notice. Also accompanying this Notice and the Circular is a Request for Financial Statements and form of proxy for use at the Meeting. Any adjourned meeting resulting from an adjournment of the Meeting will be held at a time and place to be specified at the Meeting. Only shareholders of record at the close of business on March 22, 2019 will be entitled to receive notice of and vote at the Meeting.

Registered Holders who are unable to attend the Meeting in person are requested to complete, sign, date and return the enclosed form of proxy either in the addressed envelope enclosed to Odyssey Trust Company, Attn: Proxy Department, 409 Granville Street, Suite 323, Vancouver, British Columbia, V6C 1 T2, or via fax to 1-800-517-4553, or via email to proxy@odysseytrust.com. Alternatively, Registered Shareholders may vote by using the internet at <https://odysseytrust.com/Transfer-Agent/Login>. In each case, proxies must be received not later than 1:00 p.m. (Vancouver time) on April 24, 2019, or at least 48 hours (excluding Saturdays, Sundays, and holidays), before the time for holding the Meeting or any adjournment thereof.

Non-registered Shareholders who receive these materials through their broker or other intermediary are requested to follow the instructions for voting provided by their broker or intermediary, which may include the completion and delivery of a voting instruction form. If you are a non-registered Shareholder and do not complete and return the materials in accordance with such instructions, you may not be entitled to vote at the Meeting, either in person or by proxy.

If you have any questions about the procedures required to qualify to vote at the Meeting or about obtaining and depositing the required form of proxy, you should contact Odyssey Trust Company by telephone at 1-778-819-1184 or by e-mail at proxy@odysseytrust.com.

DATED at Vancouver, British Columbia,
this 25th day of March 2019.

GLOBAL HEMP GROUP INC.

"Charles Larsen"

Charles Larsen
President, CEO & Director