



NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual general and special meeting (the “**Meeting**”) of holders of common shares (“**Common Shares**”) of Medcolcanna Organics Inc. (the “**Corporation**”) will be held in the Boardroom of the offices of the Corporation at Cra 49b, #93-62, Bogotá, Colombia, on Wednesday, July 7, 2021, at the hour of 4:00 p.m. (Bogota time) and by Zoom videoconference using Meeting ID: 244 663 0137 and Passcode MCCN2021, for the following purposes:

1. to receive the audited consolidated financial statements of the Corporation for the financial years ended December 31, 2020 and 2019, together with the auditors’ report and the report of the Board of Directors thereon;
2. to fix the number of directors of the Corporation at six (6);
3. to elect directors of the Corporation for the ensuing year;
4. to appoint the auditor of the Corporation for the ensuing year and to authorize the Directors to fix the remuneration thereof;
5. to consider and, if deemed advisable, approve, with or without variation, an ordinary resolution approving the existing stock option plan for the Corporation with certain amendments to conform to the policies of the Neo Exchange Inc., the full text of which is set forth in the Management Information Circular accompanying this Notice;
6. to consider and, if deemed advisable, approve, with or without variation, an ordinary resolution approving an amendment to the stock option plan for the Corporation approved above to increase the maximum size of the option pool from ten percent (10%) to twenty five percent (25%); and
7. to transact such further and other business as may be properly brought before the Meeting or any adjournment thereof.

Every registered holder of Common Shares of the Corporation at the close of business on May 24, 2021 (the “**Record Date**”) is entitled to receive notice of, and to vote their Common Shares at the Meeting. The specific details of the matters proposed to be put before the Meeting are set forth in the Management Information Circular accompanying this Notice, which Management Information Circular forms part of this Notice.

Shareholders who are unable to attend the Meeting in person and who wish to ensure that their Common Shares will be voted at the Meeting are requested to complete, sign and deliver the enclosed form of proxy to the attention of the Secretary of the Corporation, c/o TSX Trust Company, 100 Adelaide Street, Suite 301, Toronto, Ontario, M5H 4H1. In order to be valid and acted upon at the Meeting, forms of proxy must be returned to the aforesaid address not less than forty-eight (48) hours (excluding Saturdays, Sundays and holidays) before the time set for the holding of the Meeting or any adjournment(s) thereof. Further instructions with respect to the voting by proxy are provided in the form of proxy and in the Management Information Circular accompanying this Notice.

Shareholders may beneficially own Common Shares that are registered in the name of a broker, another intermediary or an agent of that broker or intermediary (“**Non-Registered Shareholders**”). **Without**

specific instructions, intermediaries are prohibited from voting shares for their clients. If you are a Non-Registered Shareholder, it is vital that the voting instruction form provided to you by your broker, intermediary or its agent is returned according to their instructions, sufficiently in advance of the deadline specified by the broker, intermediary or its agent, to ensure that they are able to provide voting instruction on your behalf.

DATED at Calgary, Alberta, this 27th day of May, 2021.

By Order of the Board of Directors
of Medcolcanna Organics Inc.

(signed) “Felipe de la Vega”
Felipe de la Vega
President and Chief Executive Officer