

CANNA-V-CELL SCIENCES INC.

Suite 1085, 555 Burrard Street,
Vancouver, BC V7X 1M8
Telephone: (604) 685-4745

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

TO THE SHAREHOLDERS:

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the "Meeting") of Canna-V-Cell Sciences Inc. (the "Company" or "Canna-V") will be held at Suite 704, 595 Howe Street, Vancouver, British Columbia on Monday, March 30, 2020, at 11:00 am (Vancouver time) for the following purposes:

1. to set the number of directors of the Company for the ensuing year at five (5) persons.
2. to elect Zaki Rakib, David K. Ryan, Liron Carmel, Vivien Rakib and Jake Fiddick as directors of the Company for the ensuing year.
3. to appoint Ziv Haft, Certified Public Accountants (Isr), BDO Member Firm, as the auditors of the Company until the next annual general meeting of the Company and to authorize the directors of the Company to fix the remuneration to be paid to the auditors.
4. to consider, and if deemed advisable, approve a resolution ratifying and approving the Company's 2018 Stock Option Plan as described in the Information Circular.
5. to consider, and if deemed advisable, pass a resolution, the full text of which can be found in Schedule "A" of the Information Circular, approving an Agreement and Plan of Merger among Canna-V-Cell Sciences Inc., BioHarvest Ltd. and Biofarming Ltd.
6. to receive the audited financial statements of the Company for the financial year ended April 30, 2019 and the accompanying report of the auditors.

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this Notice of Meeting.

The Company's Board of Directors has fixed February 11, 2020 as the record date for the determination of shareholders entitled to notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered shareholder at the close of business on that date is entitled to such notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular.

If you are a registered shareholder of the Company and unable to attend the Meeting in person, please complete, date and sign the accompanying form of proxy and deposit it with the Company's transfer agent, National Company Services Ltd., Suite 760 - 777 Hornby Street, Vancouver, BC, V6Z 1S4 by mail or fax, no later than no later than forty eight (48) hours (excluding Saturdays, Sundays and holidays) prior to the time of the Meeting, or adjournment thereof.

If you are a non-registered shareholder of the Company, please complete and return the materials in accordance with the instructions set forth in the accompanying Information Circular.

DATED at Vancouver, British Columbia, this 5th day of March, 2020.

**By Order of the Board of
Canna-V-Cell Sciences Inc.**

"Zaki Rakib"

**Zaki Rakib
Chairman, CEO and Director**