

ASIA CANNABIS CORP.

1404 Memorial Drive NW
Calgary, Alberta T2N 3E5

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the “**Meeting**”) of the holders (the “**Shareholders**”) of common shares (“**Shares**”) of Asia Cannabis Corp. (the “**Corporation**”) will be held at Suite 1150, 707 – 7th Avenue SW, Calgary, Alberta T2P 3H6 on Wednesday, June 26, 2019 at 10:00 a.m. (MST) for the following purposes:

1. to receive the audited financial statements of the Corporation for the financial year ended December 31, 2018, together with the auditors' report thereon;
2. to fix the size of the Board at five (5) members;
3. to elect the Board to serve until the next annual meeting of the Shareholders or until their successors are duly elected or appointed;
4. to appoint MNP LLP, Chartered Accountants, as auditors and to authorize the board of directors to fix the auditors' remuneration;
5. to consider and, if thought advisable, to pass a resolution as set forth in the accompanying Information Circular re-approving the stock option plan for the Corporation;
6. to consider and, if thought advisable, to approve a special resolution authorizing the Board of Directors to amend the Articles of Incorporation anytime over the next 12 months to change the name of the Corporation to any such name deemed appropriate by the Board and as may be acceptable to the Canadian Securities Exchange and Alberta Corporate Registries; and
7. to transact such other business as may properly be brought before the Meeting, or any adjournment(s) thereof.

Specific details of the matters proposed to be put before the Meeting are set forth in the Information Circular, which accompanies this Notice of Meeting.

Each person who is a Shareholder of record at the close of business on May 21, 2019 (the “**Record Date**”), will be entitled to notice of, and to attend and vote at the Meeting provided that, to the extent a Shareholder as of the Record Date transfers the ownership of any Shares after such date and the transferee of those Shares establishes that the transferee owns the Shares and demands, not later than 10 days before the Meeting, to be included in the list of Shareholders eligible to vote at the Meeting, such transferee will be entitled to vote those Shares at the Meeting.

Calgary, Alberta
May 21, 2019

By Order of the Board Of Directors
(Signed) "**David E. T. Pinkman**"
President, Chief Executive Officer

*Shareholders who are unable to attend the Meeting in person are requested to **COMPLETE AND SIGN THE ACCOMPANYING FORM OF PROXY** and forward it in the enclosed envelope to TSX Trust Company, 301 – 100 Adelaide Street West, Toronto, Ontario M5H 4H1 or by fax to (416) 595-9593 not later than 10:00 a.m. (MST) on **Monday, June 24, 2019**, or 48 hours (excluding Saturdays, Sundays and holidays) prior to the commencement or any adjournment of the Meeting, in order for such proxy to be used at the Meeting, or any adjournment(s) thereof.*