



#103 – 6554 176 Street
Surrey, BC, V3S 4G5

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting (the “**Meeting**”) of the shareholders of **BOOSH PLANT-BASED BRANDS INC.** (the “**Company**”) will be held in a **virtual-only format conducted via Zoom** on **Wednesday, February 23, 2022** at the hour of **1:00 p.m.** (Pacific Time) for the following purposes:

1. To receive and consider the audited financial statements of the Company for the financial year ended March 31, 2021, and the auditor's report thereon;
2. To appoint Smythe LLP, Chartered Professional Accountants, as the Company’s auditor for the ensuing year, at a remuneration to be fixed by the Directors;
3. To set the number of Directors for the ensuing year at seven (7);
4. To elect Directors to hold office for the ensuing year;
5. To approve by ordinary resolution the Corporation’s stock option plan more particularly described in the accompanying Information Circular, (the “**Plan**”), including reserving for issuance under the Plan at any time of a maximum of 10% of the issued and outstanding shares of the Corporation; and
6. To transact such other business as may properly be transacted at the Meeting or at any adjournment thereof.

IMPORTANT NOTICE

In light of the ongoing public health concerns related to COVID-19, and based on government recommendations to avoid large gatherings, the Corporation will not be permitting attendance in person. Shareholders are urged to vote on the matters before the Meeting by proxy and to listen to the Meeting online. Registered shareholders or proxyholders representing registered shareholders participating in the Meeting virtually will be considered to be present in person at the Meeting for the purposes of determining quorum. Non-registered shareholders who have not duly appointed themselves as a proxyholder will be able to attend the Meeting as a guest, but will not be able to vote at the Meeting.

All shareholders are entitled to attend and vote at the Meeting virtually in person or by proxy. The Board of Directors (the “**Board**”) requests that all shareholders who will not be attending the Meeting read, date and sign the accompanying proxy and deliver it to Olympia Trust Company (“**Olympia**”). If a shareholder does not deliver a proxy to Olympia, Attention: Corporate & Shareholder Services, PO Box 128, STN M, Calgary, AB, T2P 2H6 by 1:00 p.m. (Vancouver, British Columbia time) on Wednesday, February 21, 2022 at 2:00 pm (Calgary Time) (or before 48 hours, excluding Saturdays, Sundays and holidays before any adjournment of the meeting at which the proxy is to be used) then the shareholder will not be entitled to vote at the Meeting by proxy. Only shareholders of record at the close of business on January 19, 2022 will be entitled to vote at the Meeting.

Shareholders will have two options to access the Meeting, being via teleconference or through the Zoom application, which requires internet connectivity. Registered shareholders wishing to vote in person and any shareholders wishing to view materials that may be presented by the Corporation’s management will need to utilize the Zoom application but any shareholder may listen to the Meeting via teleconference.

Registered shareholders participating via teleconference will not be able to vote in person at the Meeting as the Corporation's scrutineer must take steps to verify the identity of registered shareholders using the video features.

In order to dial into the Meeting within Canada, shareholders will phone 1 778 907 2071 and enter the Meeting ID and Password noted below.

Outside of Canada, please find your local number <https://us02web.zoom.us/j/88198760985>

In order to access the Meeting through Zoom, shareholders will need to download the application onto their computer or smartphone and then once the application is loaded, enter the Meeting ID and Password below or open the following link:

<https://us02web.zoom.us/j/88198760985?pwd=RjM2RnhTbkhSRm16TktnVEUzcXlqZz09>

Shareholders will have the option through the application to join the video and audio or simply view and listen.

Meeting ID: **881 9876 0985**

Password: **304344**

By order of the Board of Directors.

BOOSH PLANT-BASED BRANDS INC.

/s/ "James Pakulis"

James Pakulis
CEO and Director