

OSOYOOS CANNABIS INC.

45 Sheppard Avenue East, Suite 703
Toronto, Ontario, Canada, M2N 5W9

NOTICE OF ANNUAL AND SPECIAL MEETING OF THE SHAREHOLDERS

NOTICE IS HERBY GIVEN that an annual and special meeting (the "**Meeting**") of holders (the "**Shareholders**") of common shares (the "**Common Shares**") of Osoyoos Cannabis Inc. (the "**Corporation**") will be held at the offices of Buckley Dodds LLP, 1185 West Georgia Street, Suite 1140, Vancouver, British Columbia, Canada, V6E 4E6 at 10:00 a.m. (Vancouver time) on Friday, August 7, 2020 for the following purposes:

1. to present the audited consolidated financial statements of the Corporation for the years ended April 30, 2020 and 2019, together with the report of the auditors thereon;
2. to re-appoint Buckley Dodds LLP, Chartered Professional Accountants, as auditor of the Corporation for the ensuing year and to authorize the board of directors (the "**Board**") of the Corporation to fix its remuneration;
3. to consider and, if deemed advisable, to pass, with or without variation, a resolution to fix the number of directors to be elected at the Meeting for the ensuing year to be fixed at seven (7);
4. to elect directors of the Corporation to hold office until the next annual meeting of Shareholders or until his or her successor is duly elected or appointed, unless his or her office is earlier vacated;
5. to consider and, if deemed advisable, to pass, with or without variation, a special resolution authorizing an amendment to the articles of incorporation of the Corporation to change the name of the Corporation to DME PHARMA INC. or such other name as the Board may determine, in its sole discretion, as more particularly described in the accompanying management information circular dated July 13, 2020 (the "**Circular**"); and
6. to transact such other business as may be properly brought before the Meeting or any adjournment or postponement thereof.

This notice of meeting (the "**Notice of Meeting**") is accompanied by the Circular and form of proxy (the "**Form of Proxy**"), which should be read in conjunction with this Notice of Meeting.

The Corporation may supplement, update or amend the Circular after the date hereof and prior to the Meeting by filing a press release or a material change report with a securities commission or similar authority in Canada that specifically states that it is intended to supplement, update or amend the Circular.

Shareholders may attend the Meeting in person or may be represented by proxy. Shareholders unable to attend the Meeting or any adjournment(s) thereof in person are requested to date, sign and return the enclosed Form of Proxy to the Corporation's registrar

and transfer agent, Capital Transfer Agency ULC, at its Toronto office located at 390 Bay Street, Suite 920, Toronto, Ontario, Canada, M5H 2Y2. To be effective, a proxy must be received not later than 10:00 a.m. (Vancouver time) on August 5, 2020, or in the event that the Meeting is adjourned or postponed, not less than 48 hours (excluding Saturdays, Sundays and holidays) immediately preceding any adjournment(s) or postponement(s) thereof. Instead of mailing your proxy, Shareholders may choose to vote using the Internet in accordance with the instructions set out in the Form of Proxy.

This year, out of an abundance of caution, to proactively deal with the unprecedented public health impact of COVID-19, and to mitigate the risks to the health and safety of our communities, shareholders, employees and other stakeholders, although we plan to hold an in-person meeting, **we strongly recommend that you DO NOT attend the Meeting in person, particularly if you are experiencing any of the described COVID-19 symptoms.** Unlike other years, we intend to quickly deal with the business at hand and there will be no refreshments or additional presentations at the Meeting. COVID-19 is causing unprecedented social and economic upheaval and we want to ensure that no one is unnecessarily exposed to any risks. Your participation at the Meeting is still important to us and we therefore encourage you to complete and return your Form of Proxy or the voting instruction form (the "VIF") you receive from your nominee, if you are a beneficial Shareholder, in accordance with the instructions in the accompanying Circular to ensure that your votes are counted.

We may take additional precautionary measures in relation to the Meeting in response to further developments with the COVID-19. In the event it is not possible or advisable to hold the Meeting in person, we will announce alternative arrangements for the Meeting as promptly as practicable, which may include delaying the Meeting or holding the Meeting entirely by electronic means, telephone or other communication facilities. **If you are a registered shareholder or appointed proxyholder and are planning to attend the Meeting, please notify the Corporation in advance of the Meeting at either (i) the email address jgrahamsimmonds@gmail.com or (ii) the phone number 416.843.2881.**

The Board has fixed the close of business on June 30, 2020, as the record date for the determination of the Shareholders entitled to notice of, and to vote at, the Meeting, and any adjournment or postponement thereof. Only Shareholders of record at the close of business on June 30, 2020 will be entitled to vote at the Meeting. Late proxies may be accepted or rejected by the Chairman of the Meeting at his discretion. The Chairman is under no obligation to accept or reject any particular late proxy.

If you vote by the Internet, do not mail back your proxy. Voting by mail or by Internet are the only methods by which a holder may appoint a person as proxyholder other than the management nominees named on the Form of Proxy.

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 VIF.

Copies of this Notice of Meeting, the Circular, the Form of Proxy, and the audited consolidated financial statements are filed under the Corporation's profile on SEDAR at www.sedar.com.

The Circular contains details of matters to be considered at the Meeting. **Please review the Circular before voting.**

DATED this 13th day of July, 2020

BY ORDER OF THE BOARD OF DIRECTORS OF OSOYOOS CANNABIS INC.

"Graham Simmonds"

Graham Simmonds
Director & Chief Executive Officer