

THC BIOMED INTL. LTD.
P.O. Box 20033 Towne Centre
Kelowna B.C. V1Y 9H2

NOTICE OF MEETING

NOTICE IS HEREBY GIVEN THAT the annual general and special meeting (the "**Meeting**") of the holders of common shares (the "**Shareholders**") of THC BioMed Intl. Ltd. (the "**Company**") will be held at the 29th Floor, 595 Burrard Street, Vancouver, BC V7X 1J5, on Tuesday, November 7, 2017 at 11:00 a.m. (Pacific time), for the following purposes:

2013 Annual General and Special Meeting:

1. to receive the audited financial statements of the Company for the fiscal year ended July 31, 2013;
2. to ratify, confirm and approve the election of the directors of the Company for the 2013 annual general and special meeting;
3. to ratify, confirm and approve the delay and postponement of the 2013 annual general meeting to the date of the Meeting;
4. to ratify, confirm and approve all acts of the directors of the Company from September 25, 2013, being the date of the 2012 annual general meeting, to the date of the Meeting with respect to the 2013 annual general meeting;

2014 Annual General and Special Meeting:

5. to receive the audited financial statements of the Company for the fiscal year ended July 31, 2014;
6. to ratify, confirm and approve the election of the directors of the Company for the 2014 annual general and special meeting;
7. to ratify, confirm and approve the delay and postponement of the 2014 annual general meeting to the date of the Meeting;
8. to ratify, confirm and approve all acts of the directors of the Company from September 25, 2013, being the date of the 2012 annual general meeting, to the date of the Meeting with respect to the 2014 annual general meeting;

2015 Annual General and Special Meeting:

9. to receive the audited financial statements of the Company for the fiscal year ended July 31, 2015;
10. to ratify, confirm and approve the election of the directors of the Company for the 2015 annual general and special meeting;
11. to ratify, confirm and approve the delay and postponement of the 2015 annual general meeting to the date of the Meeting;

12. to ratify, confirm and approve all acts of the directors of the Company from September 25, 2013, being the date of the 2012 annual general meeting, to the date of the Meeting with respect to the 2015 annual general meeting;

2016 Annual General and Special Meeting:

13. to receive the audited financial statements of the Company for the fiscal year ended July 31, 2016 and the interim unaudited financial statements of the Company for the period ended April 30, 2017;
14. to set the number of directors of the Company at four (4);
15. to elect the directors of the Company to hold office until the next annual meeting of Shareholders of the Company;
16. to appoint Wolrige Mahon LLP as the Company's auditor for the fiscal year ending July 31, 2017 and to authorize the Board of Directors to fix the remuneration to be paid to the auditor;
17. to consider and, if thought advisable, to pass, with or without amendment, a special resolution to amend the Articles of the Company, as more particularly described in the accompanying Information Circular;
18. to ratify, confirm and approve the delay and postponement of the 2016 annual general meeting to the date of the Meeting; and
19. to transact such other business as may be properly brought before the Meeting or any adjournment thereof.

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 Board of Directors has fixed October 2, 2017 as the record date for the determination of Shareholders entitled to receive 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 receive notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular.

If you are a registered Shareholder 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, Computershare Investor Services Inc., at its office located on the 2nd Floor, 510 Burrard Street, Vancouver, BC V6C 3B9, by no later than 11:00 a.m. (Pacific time) on Friday, November 3, 2017, or at least 48 hours (excluding Saturdays, Sundays and holidays recognized in the Province of British Columbia) before the time and date of any adjournment or postponement of the Meeting.

If you are a non-registered Shareholder and received this Notice of Meeting and accompanying materials through a broker, a financial institution, a participant, a trustee or administrator of a self-administered retirement savings plan, retirement income fund, education savings plan or other similar self-administered savings or investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the foregoing that holds your securities on your behalf (the “**Intermediary**”), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

Dated at Vancouver, British Columbia as of October 6, 2017.

BY ORDER OF THE BOARD OF DIRECTORS

“/s/ John Miller”

John Miller
President, Chief Executive Officer and Director