



GREEN
SPACE
BRANDS

GREENSPACE BRANDS INC.

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

To be held on Thursday, September 14, 2017

NOTICE IS HEREBY GIVEN that an annual and special meeting (the “**Meeting**”) of the holders of the common shares in the capital (collectively, the “**Shareholders**” or individually, a “**Shareholder**”) of GreenSpace Brands Inc. (the “**Corporation**”) will be held at the offices of Dentons Canada LLP, Toronto-Dominion Centre, 77 King Street West, Suite 400, Toronto, ON M5K 0A1 on Thursday, September 14, 2017 at the hour of 4:00 p.m. (Toronto time) for the following purposes:

1. to receive the consolidated audited financial statements of the Corporation for the financial year ended March 31, 2017, together with the report of the auditor thereon;
2. to elect the directors of the Corporation for the coming year;
3. to appoint MNP LLP, as the auditor of the Corporation for the ensuing year and to authorize the directors of the Corporation to fix their remuneration;
4. to ratify and confirm the Corporation’s Option Plan; and
5. to transact such further or other business as may properly come before the Meeting or any adjournment(s) or postponement(s) thereof.

Additional details concerning the matters to be put before the Meeting are set forth in the Management Information Circular (the “**Circular**”). Each person who is a holder of record of Shares at the close of business on August 14, 2017 will be entitled to receive notice of, and to attend and vote at the Meeting, or any adjournment or postponement thereof.

If you are unable to attend the Meeting in person, please exercise your right to vote by completing the enclosed form proxy and returning it to Computershare Trust Company of Canada, at 100 University Avenue, 8th Floor, Toronto, Ontario, Canada, M5J 2Y1, Attention: Proxy Department. In order to be valid for use at the Meeting, proxies must be received by September 12, 2017 at or prior to 4:00 pm (Toronto time), and if the Meeting is postponed or adjourned, no later than 48 hours prior to the commencement of recommencement of any adjourned or postponed Meeting.

Further information with respect to voting by proxy is included in the accompanying Circular.

DATED at Toronto, Ontario, the 11th day of August, 2017

BY ORDER OF THE BOARD OF DIRECTORS OF
GREENSPACE BRANDS INC.

(signed) *Matthew von Teichman*

Matthew von Teichman
Chairman of the Board, President and CEO