

HEMPNOVA LIFETECH CORPORATION

Suite 2060 - 1055 West Georgia Street

Vancouver, BC V6E 3R5

Phone: 604-688-8002

NOTICE OF ANNUAL AND SPECIAL GENERAL MEETING

TAKE NOTICE that an Annual and Special General Meeting of the Shareholders of HempNova Lifetech Corporation (hereinafter called the "Company") will be held at Suite 2060 - 1055 West Georgia Street, Vancouver, B.C. on:

THURSDAY, SEPTEMBER 26, 2019

at the hour of 10:00 o'clock in the forenoon (Vancouver time) for the following purposes:

1. to receive the Report of the Directors;
2. to receive the financial statements of the Company for its fiscal year ended December 31, 2018 and the report of the Auditors thereon;
3. to determine the number of directors and to elect directors;
4. to appoint Auditors for the ensuing year and to authorize the Directors to fix their remuneration;
5. to consider and, if thought fit, to pass a special resolution approving the alteration of the Company's Notice of Articles to remove the application of the pre-existing company provisions;
6. to consider and, if thought fit, to pass a special resolution to replace the Company's existing Articles with a new set of Articles;
7. to consider and, if thought fit, to pass a special resolution that:
 - (a) the authorized common share capital of the Company be increased from 100,000,000 common shares without par value to an unlimited number of common shares without par value; and
 - (b) the Notice of Articles of the Company be altered to reflect the change of the common share capital of the Company;
8. To consider and, if thought fit, to pass an ordinary resolution approving the Company's stock option plan, which makes a total of 10% of the issued and outstanding shares of the Company available for issuance thereunder; and
9. to transact such other business as may properly come before the Meeting.

Accompanying this Notice are an Information Circular and Form of Proxy.

A shareholder entitled to attend and vote at the Meeting is entitled to appoint a proxyholder to attend and vote in his stead. If you are unable to attend the Meeting, or any adjournment thereof in person, please read

the Notes accompanying the Form of Proxy enclosed herewith and then complete and return the Proxy within the time set out in the Notes. The enclosed Form of Proxy is solicited by Management but, as set out in the Notes, you may amend it if you so desire by striking out the names listed therein and inserting in the space provided the name of the person you wish to represent you at the Meeting.

DATED at Vancouver, British Columbia, this 22nd day of August, 2019.

BY ORDER OF THE BOARD OF DIRECTORS

"Dr. Ken Z. Cai"
President