

Zoom link: <https://us02web.zoom.us/j/86916515082> or by advance reservation at the Corporation's office located at 324 Marie Curie, Vaudreuil (Quebec) by sending a reservation request to eric@teonan.com.



NOTICE OF THE ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

TO THE SHAREHOLDERS:

NOTICE IS HEREBY GIVEN that a annual and special meeting (the “**Meeting**”) of the holders of common shares of The Good Shroom Co Inc. (the « **Corporation** ») will be held on January 31 2024, at 10:30 am, via webcast through the following Zoom link: <https://us02web.zoom.us/j/86916515082>, or by advance reservation at the Corporation's office located at 324 Marie Curie, Vaudreuil (Quebec) by sending a reservation request to eric@teonan.com, for the purposes listed below. This Management Information Circular can also be viewed at <https://docs.tsxtrust.com/2402>.

1. To receive the audited consolidated financial statements of the Corporation for the year ended July 31, 2023, and the report of the auditors thereon.
2. To elect the directors of the Corporation for the ensuing year.
3. To appoint Raymond Chabot Grant Thornton LLP (RCGT), as auditors of the Corporation for the ensuing year and to authorize the directors to fix their remuneration.
4. To consider and, if deemed advisable, adopt with or without variation, an ordinary resolution to approve the Corporation's Rolling Stock Option Plan, as more fully described in the accompanying Management Information Circular.
5. To transact such other business as may properly come before the Meeting or any adjournment thereof.

The Management Information Circular attached hereto contains additional information regarding the matters to be considered at the Meeting and is hereby deemed to be an integral part of this notice. Only the shareholders of record at the close of business on December 29, 2023, will receive a notice of the Meeting and will be entitled to vote, in person or by proxy, at the meeting. **A Shareholder may participate in the Meeting or may be represented by proxy. Shareholders who are unable to attend the Meeting or any adjournment thereof in person are requested to date, sign and return the accompanying form of proxy for use at the Meeting or any adjournment thereof. To be effective, the enclosed proxy must be submitted by (i) mail with TSX Trust Company, Attention: Proxy Department, 301 – 100 Adelaide Street West, Toronto, Ontario M5H 4H1, (ii) by facsimile at (416) 595-9593, or (iii) online by entering the 12 digit control number at www.voteproxyonline.com, not later than forty eight (48) hours (excluding Saturdays, Sundays and holidays) prior to the time set for the Meeting or any adjournment thereof. The instrument appointing a proxy must be in writing and must be executed by the Shareholder or his or her attorney authorized in writing or, if the Shareholder is a corporation, under its corporate seal by an officer or attorney thereof duly authorized.**

Management encourages all shareholders to attend by virtual attendance and vote their shares prior to the Meeting as per the instructions above. To participate, on January 31 2024, at 10:30 am, via webcast follow the Zoom link: <https://us02web.zoom.us/j/86916515082> or in person at the

Corporation's office located at 324 Marie Curie, Vaudreuil (Quebec) by sending a reservation request to eric@teonan.com.

YOU WILL NOT BE ABLE TO VOTE YOUR SHARES AT THE MEETING AND WILL NOT TO BE DEEMED PRESENT AT THE MEETING SOLELY BY VIRTUAL ATTENDANCE. SHAREHOLDERS THAT WISH TO PARTICIPATE (FOR INFORMATION PURPOSES ONLY AND NOT TO BE DEEMED PRESENT AT THE MEETING) VIRTUALLY MUST VOTE THEIR SHARES BY COMPLETING AND RETURNING THE ENCLOSED FORM OF PROXY AS DESCRIBED ABOVE.

SIGNED in Montreal, on December 29, 2023.

BY ORDER OF THE BOARD OF DIRECTORS

(Signed) Eric Ronsse