

HUFFINGTON CAPITAL CORP.
NOTICE OF ANNUAL GENERAL MEETING

TO: All holders of common shares of Huffington Capital Corp.

We will hold an annual general meeting of our shareholders on **Thursday, March 28, 2019**, at our offices at **Suite 1740 - 1177 West Hastings Street, Vancouver, British Columbia**. The meeting will start at **10:00 a.m.** (Pacific time). We cordially invite you to attend and encourage you to do so.

At the meeting we will:

1. receive the annual financial statements of Huffington Capital Corp. for the financial year ended August 31, 2018, and the report of our auditor on those statements;
2. elect directors;
3. appoint the auditor for Huffington Capital Corp.; and
4. consider any other proper business.

An Information Circular prepared by our management, together with a form of proxy, accompany this Notice of Annual General Meeting and should be read in conjunction with this Notice.

DATED at Vancouver, British Columbia, this 20th day of February 2019.

BY ORDER OF THE BOARD

(signed) “*Steve Bajic*”

Steve Bajic
President, Chief Executive Officer & Director

If you cannot attend, we encourage you to complete and return the enclosed form of proxy indicating your voting instructions. Please complete, date and sign your form of proxy and return it by mail or fax to our transfer agent, Computershare Investor Services Inc., 8th Floor, 100 University Avenue, Toronto, Ontario M5J 2Y1 Canada (facsimile number: within North America 1-866-249-7775; outside North America 1-416-263-9524); or vote through the Internet following the instructions in the enclosed form of proxy. To be valid, a completed form of proxy must be received by our transfer agent by no later than 10:00 a.m. (Pacific time) on Tuesday, March 26, 2019, or, if the meeting is adjourned, by no later than 48 hours (excluding Saturdays, Sundays and holidays) prior to the time of the adjourned meeting.

If you are not a registered shareholder, please refer to the accompanying Information Circular for information on how to vote your shares.