

GREEN RISE FOODS INC.

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING
OF SHAREHOLDERS TO BE HELD ON NOVEMBER 4, 2025**

NOTICE IS HEREBY GIVEN that an annual general and special meeting (the “**Meeting**”) of the holders (the “**Shareholders**”) of common shares (“**Common Shares**”) in the capital of Green Rise Foods Inc. (“**Green Rise**” or the “**Company**”) will be held on November 4, 2025, at 11:00 a.m. (Toronto time) at the registered office of the Company located at 2 Victoria Street, Toronto, Ontario, M5E 1L4, Canada.

The Meeting will be held for the following purposes:

1. to receive the annual audited financial statements of the Company for the fiscal year ended December 31, 2024, together with the report of the auditors thereon;
2. to fix the number of directors of the Company to be elected at the Meeting to five;
3. to elect the directors of the Company for the ensuing year;
4. to appoint RSM Canada LLP as the auditors of the Company for the ensuing year and to authorize the Board of Directors of the Company to fix their remuneration;
5. to ratify and approve the stock option plan of the Company, as more particularly described in the management information circular dated September 29, 2025 (the “**Circular**”);
6. to ratify and approve the Amendment to the 2024 Original Option Agreement and the 2024 Amended and Restated Stock Option Agreement between the Company and the Company’s Chief Financial Officer, Mr. George Hatzoglou, as more particularly described in the Circular; and
7. to transact such other business as may properly be brought before the Meeting or any adjournment(s) thereof.

The Company strongly encourages each Shareholder to submit a form of proxy or voting instruction form in advance of the Meeting. The Company also encourages all Shareholders to monitor the Company’s website for any changes to Meeting arrangements at <https://www.greenrisefoods.ca/investors>.

Only Shareholders at the close of business on September 25, 2025 (the “**Record Date**”) are entitled to notice of and to vote at the Meeting or any adjournments or postponements thereof.

Shareholders may vote in person at the Meeting or any adjournments or postponements thereof, or they may appoint another person (who needs not be a Shareholder) as their proxy to attend and vote in their place.

To be valid, proxy forms must be dated, completed, signed and forwarded to TSX Trust Company, 301 - 100 Adelaide Street West, Toronto, Ontario, M5H 4H1, no later than 11:00 a.m. (Toronto time) on October 31, 2025, or if the Meeting is adjourned or postponed, by 48 business hours on the second business day prior to the date on which the Meeting is reconvened.

Toronto, Ontario
September 29, 2025

**BY ORDER OF THE BOARD OF
DIRECTORS**

(signed) “*Vincent Narang*”

Vincent Narang
Chief Executive Officer and Director