

**TREE OF KNOWLEDGE INTERNATIONAL CORP.
NOTICE OF ANNUAL GENERAL MEETING OF THE SHAREHOLDERS**

TAKE NOTICE THAT an annual general meeting (the "**Meeting**") of the shareholders of **TREE OF KNOWLEDGE INTERNATIONAL CORP.** (the "**Corporation**") will occur at 10:00 a.m. on Monday, July 20, 2020, for the following purposes:

1. to receive and consider the comparative financial statements of the Corporation as at and for the years December 31, 2019, once filed and available on www.sedar.com and for December 31, 2018, together with the reports of the auditors thereon;
2. to fix the number of directors at six (6) and to elect the board of directors for the ensuing year;
3. to appoint Zeifmans LLP as the auditors of the Corporation for the ensuing year and to authorize the directors of the Corporation to determine the remuneration to be paid to the auditors;
4. to consider and, if deemed advisable, to pass an ordinary resolution, the full text of which is set forth in the accompanying management proxy circular ("**Management Proxy Circular**"), to approve and authorize an amended and restated set of by-laws of the Corporation to include certain items that were required for the Corporation's Jamaican Stock Exchange listing; and
5. to transact such other business as may properly come before the Meeting.

Information relating to matters to be acted upon by the shareholders at the Meeting is set forth in the accompanying Management Proxy Circular.

On March 17, 2020, by an Order of the Lieutenant Governor in Council 080/2020, the Government of the Province of Alberta declared a state of public health emergency in Alberta for 90 days due to the pandemic COVID-19. On April 9, 2020, pursuant to Ministerial Order No. SA:009/2020 (the "**Ministerial Order**") and Section 52.1(2) of the *Public Health Act* (Alberta), the Minister of Service Alberta ordered that the obligation under the *Business Corporations Act* (Alberta) to convene an in-person meeting of shareholders was suspended. **In light of the ongoing public health concerns related to COVID-19 and in order to comply with the measures imposed by the federal and provincial governments, as well as in view of the relief provided by the Ministerial Order, the Corporation is not expecting to be holding an in person meeting.**

Registered shareholders or duly appointed proxyholders who have validly deposited a proxy may participate in the Meeting via conference call at the time appointed for the meeting as follows: **Toll-free 1-866-633-0845 in North America, locally in Calgary (403) 537-9609 or Global Toll-free 900-0150-8092, using the Conference ID 8443847.** Registered shareholders or duly appointed proxyholders who have validly deposited a proxy should have the form of proxy in hand when they dial in and will be prompted identify himself or herself and to state the fifteen digit control number, which is located on the form of proxy. Given the restrictions in place, the Corporation's board of directors do not plan to attend the Meeting in person.

Management will not be making an investor presentation at the Meeting, however, the CEO, Dr. Kevin Rod who will be acting as Chairman at the Meeting will be available to answer questions to the extent permitted under applicable securities laws.

Please monitor our news releases for any important information related to the Meeting and COVID-19. The Corporation may need to take additional precautionary measures in relation to the Meeting in response to further developments regarding COVID-19, which could potentially include adjourning or postponing the Meeting.

Shareholders who are unable to attend the Meeting via conference call and wish to be represented by proxy are requested to date, sign and return the accompanying instrument of proxy ("**Instrument of Proxy**"), or other appropriate form of proxy, in accordance with the instructions set forth in the accompanying Management Proxy Circular and Instrument of Proxy. An Instrument of Proxy will not be valid unless it is deposited at the offices of the Corporation's registrar and transfer agent, Computershare Trust Company of Canada c/o Computershare Investor Services, Proxy Dept., 100 University Avenue 8th Floor, Toronto, Ontario, M5J 2Y1 in the enclosed self-addressed

envelope, not less than 48 hours (excluding Saturdays, Sundays and statutory holidays) before the time of the Meeting, or any adjournment thereof. A person appointed as proxy holder need not be a shareholder of the Corporation.

Only shareholders of record as at the close of business on June 5, 2020 (the "**Record Date**") are entitled to receive notice of the Meeting.

SHAREHOLDERS ARE CAUTIONED THAT THE USE OF THE MAIL TO TRANSMIT PROXIES IS AT EACH SHAREHOLDER'S RISK.

DATED at Calgary, Alberta as of the 12th day of June, 2020.

BY ORDER OF THE BOARD OF DIRECTORS

(signed) Kevin Rod

Chief Executive Officer and Director