



NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

The annual general meeting of Shareholders of **ORGANTO FOODS INC.** (the “**Company**”) will be held at 1090 Hamilton Street, Vancouver, British Columbia, V6B 2R9, on Wednesday, June 22, 2022, at 10:00 a.m., local time, (the “**Meeting**”). At the Meeting, the shareholders will receive the financial statements for the years ended December 31, 2021 and 2020, together with the auditors’ report thereon, and consider resolutions to:

1. To elect directors of the Company for the ensuing year;
2. To appoint the Company’s auditor for the ensuing year;
3. To ratify and approve the Company’s Share Option Plan, as amended, for continuation until the next annual general meeting of the Company. A copy of the Share Option Plan, as amended, is attached as Schedule A;
4. To ratify and approve the Company’s Restricted Share Unit (“RSU”) Plan, as amended, for continuation until the next Annual General Meeting. A copy of the RSU Plan, as amended, is attached as Schedule B; and
5. To consider and take action on any such matters that may properly come before the Meeting.

An Information Circular accompanies this Notice, and contains details of matters to be considered at the Meeting.

Shareholders of record on the Company’s books at the close of business on May 4, 2022 are entitled to attend and vote at the Meeting or any adjournment thereof.

Due to the ongoing COVID-19 outbreak, and in order to reduce potential risks to the health and safety of its shareholders, employees and other stakeholders, the Company is strongly suggesting shareholders and others to remain at home and not attend in person at its annual meeting to be held on Wednesday, June 22, 2022. Attendance in person will be restricted to registered shareholders and validly appointed proxyholders. Guests will not be permitted and there will be no presentation or reception following the formal portion of the meeting. The Corporation reserves the right to refuse admission to any shareholder or proxyholder seeking to attend the meeting in person, but whom the Corporation believes may pose a health risk or whose admission would violate applicable public health laws, policies or emergency orders in place at the time of the meeting. Any registered shareholders and validly appointed proxyholders who are admitted to the meeting will be asked to follow public health and safety measures in affect at the time of the meeting. Registered Shareholders and validly appointed proxyholders who wish to attend the Meeting via teleconference call are asked to contact the Company’s Corporate Secretary by mail at 1090 Hamilton Street, Vancouver, British Columbia, V6B 2R9, by telephone at 604-638-0934, or by email at legal@organto.com for instructions on joining the call.

Due to difficulties related to the verification of Shareholder identity via teleconference, in person voting by Shareholders attending via teleconference will not be permitted at the Meeting. If you are a Registered Shareholder and wish to have your vote counted, you will be required to attend the Meeting





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in person or complete, date, sign and return, in the envelope provided for that purpose, the accompanying form of proxy (“Proxy”) for use at the Meeting or any adjournment thereof (or vote in one of the other manners described below under the heading “Appointment and Revocation of Proxies”).

If you are a Non-Registered Shareholder and have received this Notice of Meeting and accompanying materials through an Intermediary, please complete and return the voting instructions form (“Voting Instruction Form”) provided to you in accordance with the instructions provided therein.

DATED at Vancouver, British Columbia, May 18, 2022

BY ORDER OF THE BOARD

“Steve Bromley”

Steve Bromley
Co-CEO

