SUNSHINE AGRI-TECH INC.
(the "**Company**" or "**Sunshine**")
20th Floor, 250 Howe Street
Vancouver, BC V6C 3R8
Tel: 604-691-6454

NOTICE OF ANNUAL AND SPECIAL MEETING

TO THE SHAREHOLDERS:

NOTICE IS HEREBY GIVEN that the annual and special meeting (the "**Meeting**") of Sunshine Agri-Tech Inc. (the "**Company**") will be held at the offices of Dentons Canada LLP, located at 20th Floor, 250 Howe Street, Vancouver, British Columbia on December 22, 2017, at the hour of 10:00 a.m. (Vancouver time) for the following purposes:

1. to receive the audited consolidated financial statements of the Company for the year ended December 31, 2016 and the accompanying report of the auditors;

2. to set the number of directors of the Company for the ensuing year at four;

3. to elect directors of the Company to hold office until the next annual general meeting of the Company, or until such time as their successors are duly elected or appointed in accordance with the Company's constating documents;

4. to appoint MNP LLP, Chartered Accountants, as the auditors of the Company for the ensuring year and to authorize the directors of the Company to fix their remuneration;

5. to consider and, if thought advisable, to pass an ordinary resolution of the Company to re-approve the Company's stock option plan, as more particularly described in the information circular; and

6. to transact such further or other business as may properly come before the Meeting and any adjournment or postponement thereof.

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this Notice of Meeting.

The Company's Board of Directors have fixed November 17, 2017 as the record date for the determination of shareholders entitled to notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered shareholder at the close of business on that date is entitled to such notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular.

If you are a registered shareholder of the Company and unable to attend the Meeting in person, please complete, date and sign the accompanying form of proxy and deposit it with the Company's transfer agent, Computershare Investor Services Inc., at their offices located at 100 University Avenue, 8th Floor, Toronto, ON M5J 2Y1 at least 48 hours (excluding Saturdays, Sundays and holidays recognized in the Province of British Columbia) before the time and date of the Meeting or any adjournment or postponement thereof.

If you are a non-registered shareholder of the Company and received this Notice of Meeting and accompanying materials through a broker, a financial institution, a participant, a trustee or administrator of a self-administered retirement savings plan, retirement income fund, education savings plan or other similar self-administered savings or investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the foregoing that holds your securities on your behalf (an "**Intermediary**"), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

DATED at Vancouver, British Columbia, this 20th day of November 2017.

By Order of the Board of

SUNSHINE AGRI-TECH INC.

"Baojun Zhang"

Baojun Zhang
Chief Executive Officer