



HIGH TIDE INC.



NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

TAKE NOTICE that the annual general and special meeting (the “**Meeting**”) of shareholders (the “**Shareholders**”) of **High Tide Inc.** (the “**Company**”) will be held at the offices of the Company, at Unit 112, 11127 - 15 Street N.E., Calgary, Alberta, T3K 2M4, on July 24, 2019 at 10:00 a.m. (Calgary time) for the following purposes:

1. to receive the audited annual financial statements of the Company for the year ended October 31, 2018, together with the report of the auditor thereon;
2. to appoint MNP LLP as auditor of the Company for the ensuing year and to authorize the board of directors of the Company (the “**Board**”) to fix the auditor’s remuneration;
3. to fix the number of directors at five (5);
4. to elect directors of the Company for the ensuing year, as more particularly set forth in the accompanying proxy and management information circular dated June 18, 2019, and prepared for the purpose of the Meeting (the “**Information Circular**”);
5. to consider and, if deemed advisable, to pass, with or without variation, a special resolution (the “**Consolidation Resolution**”) authorizing and approving the consolidation of the issued and outstanding common shares of the Company (“**Common Shares**”) on the basis of a consolidation ratio to be selected by the Board, within a range of between two pre-consolidation Common Shares for one (1) post-consolidation Common Share and twenty (20) pre-consolidation Common Shares for one (1) post-consolidation Common Share (the “**Consolidation**”), in order to permit the Company to satisfy all conditions and necessary regulatory approvals to list the Common Shares on the NASDAQ or the NYSE, with the timing and exact ratio to be determined by the Board at a later date;
6. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution ratifying and approving the 10% “rolling” stock option plan of the Company;
7. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution approving and ratifying the new general by-laws of the Company;
8. to consider and, if deemed advisable, to pass, with or without variation, a special resolution (the “**Articles of Amendment Resolution**”) approving an amendment to the current articles of the Company to eliminate the Class B Shares and the Class C Shares;
9. to consider, and, if deemed advisable, to pass, with or without variation, a special resolution authorizing and approving a reduction of the stated capital of the Company’s Common Shares, as more particularly described in the accompanying Information Circular; and
10. to transact such other business as may be properly brought before the Meeting or any adjournment(s) thereof.

The specific details of the foregoing matters to be put before the Meeting, as well as further information with respect to voting by proxy, are set forth in the accompanying Information Circular.

Shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting must complete, date and execute the enclosed form of proxy, or another suitable form of proxy, and deliver it in accordance with the instructions set out in the form of proxy and in the Information Circular.

Unregistered Shareholders who plan to attend the Meeting must follow the instructions set out in the voting instruction form and in the Information Circular to ensure that their shares will be voted at the Meeting. If you hold your shares in a brokerage account, you are not a registered Shareholder.

DATED at Calgary, Alberta, June 18, 2019.

BY ORDER OF THE BOARD OF DIRECTORS

/s/ "Harkirat (Raj) Grover"

**Harkirat (Raj) Grover
President, Chief Executive Officer, and Director**