



## Notice of Availability of Proxy Materials for the Annual General and Special Meeting of PlantX Life Inc.

**Meeting Date and Time: Friday, May 3, 2024 at 9:00 a.m. (Vancouver Time)**

**Location: Virtual Only**

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Please be advised that the proxy materials for the above noted securityholder meeting are available for viewing and downloading online. This document provides an overview of these materials, but you are reminded to access and review the management information circular of the Company dated March 4, 2024 (the “**Circular**”) and other proxy materials available online prior to voting. These materials are available at:

[vegainvestors.com/AGM2024](https://vegainvestors.com/AGM2024)

OR

[www.sedarplus.ca](https://www.sedarplus.ca)

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### **Obtaining Paper Copies of the Proxy Materials**

Securityholders may request to receive paper copies of the proxy materials related to the above referenced meeting by mail at no cost. Requests for paper copies must be received by **Monday, April 23, 2024** in order to receive the paper copy in advance of the meeting. Shareholders may request to receive a paper copy of the materials for up to one year from the date the materials were filed on [www.sedarplus.ca](https://www.sedarplus.ca).

For more information regarding notice-and-access or to obtain a paper copy of the materials you may contact our transfer agent, Odyssey Trust Company, via <https://odysseytrust.com/ca-en/help/> or by phone at 1-888-290-1175 (toll-free within North America) or 1-587-885-0960 (direct from outside North America).

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### **Notice of Meeting**

The resolutions to be voted on at the meeting, described in detail in the Circular, are as follows:

1. **Fixing the Number of Directors:** The shareholders will be asked to fix the number of directors at four(4). See “Matters To Be Acted Upon At Meeting – Fixing the Number of Directors”.
2. **Election of Directors:** The nominees are: (1) Quinn Field-Dyte; (2) Alexandra Hoffman; (3) Ralph Moxness; and (4) Lorne Rapkin. See “Matters To Be Acted Upon At Meeting – Election of Directors”.
3. **Re-Appointment of Independent Auditors:** The shareholders will be asked to consider the re-appointment of GreenGrowth CPAs Inc. as the auditors of the Company until the next annual meeting of the shareholders of the Company. See “Matters To Be Acted Upon At Meeting – Re-Appointment of Independent Auditors”.



4. **Re-Approval of Security-Based Compensation Arrangements:** The shareholders of the Company will be asked to consider, and, if deemed advisable to approve the Company's Security-Based Compensation Arrangements (as defined in the Circular). See "Matters To Be Acted Upon At Meeting – Re-Approval of Security-Based Compensation Arrangements".
5. **Share Consolidation:** The shareholders of the Company will be asked to consider, and, if deemed advisable, to approve the proposed consolidation of the issued and outstanding common shares of the Company on the basis of a consolidation ratio to be selected by the board, within a range of between two (2) pre-consolidation common shares for one (1) post-consolidation common share and sixty (60) pre-consolidation common shares for one (1) post-consolidation common share. See "Matters To Be Acted Upon At Meeting – Share Consolidation".

### **Voting**

To vote your securities, please refer to the instructions on the enclosed proxy or voting instruction form. Your proxy or voting instruction form must be received by **Wednesday, May 1, 2024 at 9:00 a.m. (Vancouver time)**

### **Stratification**

The Company is providing paper copies of its Circular only to those registered shareholders and beneficial shareholders that have previously requested to receive paper materials.

### **Annual Financial Statements**

The Company is providing paper copies or emailing electronic copies of its annual financial statements to registered shareholders and beneficial shareholders that have opted to receive annual financial statements and have indicated a preference for either delivery method.