

CUBICFARM SYSTEMS CORP.
(the “Company”)

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS
(“Notice of Meeting”)

NOTICE IS HEREBY GIVEN THAT the annual general meeting of the shareholders (“**Shareholders**”) of the Company (the “**Meeting**”) will be held at the offices of Fasken, Suite 2900 – 550 Burrard Street, Vancouver, British Columbia on January 22, 2020 at 4:00 p.m. (Pacific Time) for the following purposes:

1. To receive the financial statements of the Company for the financial year ended June 30, 2019;
2. To set the number of directors of the Company at eight;
3. To elect eight directors of the Company for the ensuing year;
4. To appoint MNP LLP, Chartered Accountants, as the Company’s Auditors for the ensuing financial year and to authorize the directors to fix the remuneration of the Auditors; and
5. To transact other business as may properly come before the Meeting.

Accompanying this Notice of Meeting are: (1) an Information Circular, which provides additional information relating to the matters to be dealt with at the Meeting; (2) a form of proxy or voting instruction form (“**VIF**”) (including a financial statement request form for use by shareholders who wish to receive the Company’s future annual and/or interim financial statements and related management’s discussion and analysis); and (3) a return envelope for use by the shareholders to send in their proxy or VIF.

Shareholders who cannot attend the Meeting in person may vote by proxy if a registered shareholder or provide voting instructions if a non-registered shareholder. If you are a registered shareholder of the Company and are unable to attend the Meeting in person, please complete, date and sign the accompanying form of proxy and deposit it with Computershare Investor Services Inc., by mail to 8th Floor, 100 University Avenue, Toronto, Ontario, Canada, M5J 2Y1 or hand deliver to 3rd Floor, 510 Burrard Street, Vancouver, British Columbia by January 20 at 4:00 p.m. (Pacific Time) on Monday, January 20, 2020 or at least 48 hours (excluding Saturdays, Sundays and holidays) before the time that the Meeting is to be reconvened after any adjournment of the Meeting.

If you are a non-registered shareholder and a non-objecting beneficial owner, and receive a VIF from Computershare, please complete and return the form in accordance with the instructions. If you do not complete and return the form in accordance with such instructions, you may lose your right to vote at the Meeting, either in person or by proxy.

If you are a non-registered shareholder and an objecting beneficial owner and receive these materials through your broker or through another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or such other intermediary. If you do not complete and return the materials in accordance with such instructions, you may lose your right to vote at the Meeting, either in person or by proxy.

DATED at Langley, British Columbia, this 13th day of December, 2019.

BY ORDER OF THE BOARD

“David Dinesen”

David Dinesen
CEO