

DELIC HOLDINGS INC.

Suite 1400, 885 West Georgia
Vancouver, BC V6C 3E8
Tel: 604 862-7953

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual general meeting (the "**Meeting**") of the holders (the "**Shareholders**") of Subordinate Voting Shares and Multiple Voting Shares in the capital of Delic Holdings Inc. (the "**Company**") will be held at Suite 2800, Park Place 666 Burrard St. Vancouver, British Columbia, Canada V6C 2Z7 on June 28, 2021 at 10:00 a.m. (Vancouver time), for the following purposes:

1. To receive the financial statements of the Company for the fiscal year ended December 31, 2020 and for the period from March 7, 2019 to December 31, 2019 together with the report of the auditor thereon;
2. To fix the number of directors of the Company at five (5);
3. To elect the directors of the Company for the ensuing year;
4. To appoint Manning Elliott LLP, Chartered Professional Accountants, as auditors of the Company for the ensuing year and to authorize the directors of the Company to fix their remuneration;
5. To consider and, if thought fit, to pass, with or without variation, an ordinary resolution to approve the Company's share compensation plan, as more particularly described in the accompanying management information circular; and
6. To transact such other business as may properly come before the Meeting or any adjournment thereof.

Accompanying this Notice is the management information circular ("**Information Circular**") and a form of proxy (including the Financial Statement Request Form). The accompanying Information Circular provides information relating to the matters to be addressed at the Meeting and is incorporated into this Notice.

In light of ongoing concerns related to the spread of COVID-19, and in order to mitigate potential risks to the health and safety of the Company's shareholders, employees, communities and other stakeholders, Meeting participants are encouraged not to attend in person. Rather, participants are encouraged to vote on the matters before the Meeting by proxy and to join the Meeting by teleconference. Those who attend the Meeting by teleconference are requested to read the notes to the enclosed form of proxy and then to, complete, sign and return the enclosed form of proxy in accordance with the instructions set out in the proxy and in the Information Circular accompanying this notice of Meeting. Shareholders will not be able to vote through teleconference.

To access the Meeting by teleconference, dial toll free at (866) 214-9607 (U.S. and Canada), (647) 427-7523 (International), Access Code: 439.159.9895.

DATED at Vancouver, British Columbia, this 21st day of May, 2021.

BY ORDER OF THE BOARD

(signed) "Matthew Stang"
Chief Executive Officer and Director