



NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

The annual and special meeting (the “**Meeting**”) of the shareholders of Aleafia Health Inc. (“**Aleafia Health**” or the “**Company**”) will be held on Monday, June 17, 2019 at 9:30 a.m. (Toronto time) at the offices of Gowling WLG (Canada) LLP, 1600-100 King Street West, Toronto, Ontario M5X 1G5 for the following purposes:

1. to receive the audited financial statements of the Company for the year ended December 31, 2018 together with the auditor’s report thereon;
2. to appoint Manning Elliott LLP as auditor of the Company for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditors;
3. to fix the number of directors at seven (7) and to elect the directors of the Company;
4. to consider, and if thought appropriate, pass an ordinary resolution confirming By-law No. 2, a by-law relating to the advance notice of nominations of directors of the Company;
5. to consider, and if thought appropriate, pass an ordinary resolution approving the Company’s amended and restated stock option plan;
6. to consider, and if thought appropriate, pass an ordinary resolution approving the Company’s amended and restated restricted share unit plan; and
7. to transact any other business that may properly come before the Meeting or any adjournment of the Meeting.

The management information circular (the “**Circular**”) and form of proxy (or voting instruction form) accompanying this notice provide additional information concerning the matters to be dealt with at the Meeting. Shareholders are reminded to review all information contained in the Circular prior to voting.

Only shareholders at the close of business on May 3, 2019 (the “**Record Date**”) are entitled to notice of and to vote at the Meeting or any adjournment or postponement thereof. A shareholder entitled to attend and vote at the Meeting is entitled to appoint a proxyholder to attend and vote in his or her place. If you are unable to attend the Meeting or any adjournment or postponement thereof in person, please read the notes accompanying the enclosed form of proxy and then complete, sign, and date the form of proxy and return it in the manner, time and to the location set out in the notes. The Company’s management is soliciting the enclosed form of proxy but, as set out in the notes, you may amend the form of proxy if you wish by striking out the names listed and inserting in the space provided the name of the person you want to represent you at the Meeting.

Notice and Access

The Company is using the notice and access procedure (“**Notice and Access**”) adopted by the Canadian Securities Administrators for the delivery of the Circular. Under Notice and Access, shareholders are still entitled to receive a form of proxy (or voting instruction form) enabling you to vote at the Meeting. However, instead of receiving paper copies of the Circular, shareholders receive this

notice of meeting which contains information about how to access the Circular electronically. Notice and Access reduces costs and is more environmentally friendly as it reduces the printing and mailing of documents.

For more information about Notice and Access procedures, please call toll-free at 1-866-964-0492.

Websites Where Meeting Materials are Posted

The Circular is available on the following Notice and Access webhosting site by Computershare Investor Services Inc. (Canada): www.envisionreports.com/Aleafia2019. The Circular is also available under the Company's profile on SEDAR at www.sedar.com and on the Company's website at www.aleafiahealth.com.

How to Obtain Paper Copies of Meeting Materials

Shareholders may request to receive paper copies of the current meeting materials by mail at no cost. Requests for paper copies may be made using the control number as it appears on the form of proxy or voting instruction form. To ensure shareholders receive the materials in advance of the voting deadline and meeting date, all requests must be received no later than June 5, 2019.

For shareholders with a 15 digit control number, they may request materials by calling toll free, within North America at 1-866-962-0498 or direct, from outside of North America at 1-514-982-8716. They will need to enter their control number as indicated on the form of proxy or voting instruction form. To obtain paper copies of the materials after the meeting date, they should contact 1-866-964-0492.

For shareholders with a 16 digit control number, they may request materials by calling toll free, within North America at 1-877-907-7643 and entering their control number as indicated on their voting instruction form. To obtain paper copies of the materials after the meeting date, they should contact 1-514-982-8716.

Please advise the Company of any change in your address.

Questions

If you have any questions, please contact your broker or intermediary or the Company's strategic shareholder advisor and proxy solicitation agent, Kingsdale Advisors, at 1-866-851-2468 (toll free in North America), or at 416-867-2272 (collect outside North America), or by email at contactus@kingsdaleadvisors.com.

By Order of the Board of Directors

"Julian Fantino"

Julian Fantino
Chairman of the Board
Aleafia Health Inc.
Dated this 10th day of May, 2019