

The Directors / Company Secretary
Oxford Cannabinoid Technologies Holdings Plc
1 Maddox Street
London W1S 2PZ
UK

By email: Julie@oxcantech.com
John@oxcantech.com
Jo.Turner@cairnfin.com

Also sent by recorded delivery to registered office address

Dear Sir/Madam

Notice to requisition a General Meeting (and special notice of Ordinary Resolutions to be passed at such meeting) of Oxford Cannabinoid Technologies PLC (the "Company")

Pursuant to section 303 of the Companies Act 2006 (the "Act") and the Company's articles of association, I, the undersigned, holding at least 5 per cent. of the paid-up share capital of the Company carrying the right to vote at general meetings as at the date of this requisition, hereby request and require the directors of the Company to convene a general meeting of the Company (the "Requisitioned General Meeting"), the general nature of the business of which will be the composition of the board of directors of the Company.

The following resolutions are intended to be moved at the Requisitioned General Meeting:

Resolutions:

To consider and, if thought fit, pass the following resolutions, which will be proposed as ordinary resolutions:

1. THAT James Brodie be and is hereby appointed as a director of the Company (with such appointment taking immediate and simultaneous effect)
2. THAT Richard Bedford be and is hereby appointed as a director of the Company (with such appointment taking immediate and simultaneous effect)
3. THAT Richard Grethe be and is hereby appointed as a director of the Company (with such appointment taking immediate and simultaneous effect)

4. THAT Julie Pomeroy be and is hereby removed as a director of the Company
5. THAT Cheryl Dhillon be and is hereby removed as a director of the Company
6. THAT John Lucas be and is hereby removed as a director of the Company
7. THAT Neil Mahapatra be and is hereby removed as a director of the Company
8. THAT Bishrut Mukherjee be and is hereby removed as a director of the Company
9. THAT Richard Hathaway be and is hereby removed as a director of the Company
10. THAT any person appointed as a director of the Company since the date of the requisition of the Requisitioned General Meeting at which this resolution is proposed, and who is not one of the persons referred to in the resolutions numbered 1 through 10 (inclusive) above, be and is hereby removed as a director of the Company.

Upon resolutions 1 through 10 (inclusive) taking effect, the total number of directors of the Company shall be five and I hereby give you special notice of such resolutions in accordance with section 312 of the Act.

I enclose at Appendix 1 a statement with respect to the matters referred to in the resolutions above (the "Statement") which, in accordance with section 314 of the Act, I require the Company to circulate to those members receiving notice of the Requisitioned Meeting.

I have also appended, at Appendix 2, details of each of the persons referred to in resolutions 1 through 3 (inclusive) which satisfy the requirements of section 163 of the Act. On appointment of a proposed director, we undertake to procure that details to fulfil the requirements of section 165 of the Act are provided to you.

We look forward to receiving notice of the General Meeting in accordance with the terms of the Act.

Name of Registered Holder

Number of ordinary shares

GHS Capital Ltd

78,146,151

Yours faithfully



.....
Duly authorised signatory

For and on behalf of GHS Capital Ltd

APPENDIX 1

Statement

The Requisitioning Shareholder believes that the strategy of the proposed board of directors of the Company for value realisation should be to:

- Initiate an immediate strategic review
- Immediately reduce the Company's spending on general and administrative expenses
- Engage with current and prospective stakeholders with a view to maximising the potential returns of the Company
- Improve corporate governance

Proposed board appointments

The requisitioning shareholder proposes the appointment of directors with sound reputations and a breadth of experience in whom shareholders can trust to undertake the necessary strategic review which is required and who will provide the skills required for the Company's future. Specifically, these directors have a collective wealth of experience as investors and fully appreciate the value drivers which companies are required to seek and adopt to generate maximum potential returns.

James Brodie

James holds a Masters in Complex Systems and was previously the Director of Discovery Research at a NASDAQ listed pharmaceutical company where he spent 10 years developing cannabis-based medicines.

Richard Bedford

Richard has global experience with all stages of drug development including Phases I-III clinical trials submissions (including US IND submissions and maintenance). He also has expertise in Orphan Drug Designation Process in the US and EU as well as US Fast Track and Breakthrough Designations.

Richard Grethe

Richard is a Chartered Accountant with over 30 years of experience in the Pharmaceutical Industry. He has held senior finance roles at Wellcome PLC, Medeva, Celltech/Medeva, and UCB in the Branded Pharma sector. He is also a founding member and CFO of Focus Pharmaceuticals, which was sold in 2014. More recently Richard has been on the Board at Random42, the world's leading medical animation company, working as CFO and more recently a Non-Executive Director. Richard is currently a Non-Executive Director at Chase People, one of the leading search consultants for the Pharma industry.

APPENDIX 2

Details of proposed directors as required by section 163 of the Companies Act 2006

Name: James Brodie
Former name(s): N/A
Service address: The Company's registered office
Country or state of residency: England
Nationality: British
Business occupation: Director
Date of birth: 28 April 1983

Name: Richard Bedford
Former name(s): N/A
Service address: The Company's registered office
Country or state of residency: England
Nationality: British
Business occupation: Director
Date of birth: 13 March 1970

Name: Richard Grethe
Former name(s): N/A
Service address: The Company's registered office
Country or state of residency: England
Nationality: British
Business occupation: Director
Date of birth: 7th April 1972