

NEO PERFORMANCE MATERIALS INC.
NOTICE OF ANNUAL GENERAL & SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual general and special meeting (the "**Meeting**") of shareholders ("**Shareholders**") of Neo Performance Materials Inc. (the "**Corporation**") will be held at 77 King Street West, Suite 3000, Toronto, Ontario, on Wednesday, June 19, 2024 at 4:00 p.m. (Toronto time) for the following purposes:

1. to receive the annual report and the financial statements for the year ended December 31, 2023 and the report of the auditors thereon;
2. to elect directors;
3. to re-appoint auditors and to authorize the directors to fix their remuneration;
4. to adopt an ordinary resolution, with or without amendment, the text of which is set out in the Circular, approving, ratifying and confirming amendments to the Omnibus LTIP (as defined herein); and
5. to transact such further and other business as may properly come before the Meeting or any adjournment(s) or postponement(s) thereof.

This year, as described in the notice and access notification mailed to shareholders of the Corporation, the Corporation has decided to deliver the Meeting materials to shareholders by posting the Meeting materials on the following website: www.neomaterials.com (the "**Website**"). The use of this alternative means of delivery is more environmentally friendly as it will help reduce paper use and it will also reduce the Corporation's printing and mailing costs. The Meeting materials will be available on the Website on May 14, 2024, and will remain on the Website for one full year thereafter. The Meeting materials will also be available on SEDAR+ at www.sedarplus.ca under the Corporation's issuer profile.

No shareholders will receive paper copies of the Meeting materials unless they specifically request paper copies. Instead all shareholders will receive a notice and access notification which will contain information on how to obtain electronic and paper copies of the Meeting materials in advance of the Meeting. If you wish to receive a paper copy of the Meeting materials or have questions about notice-and-access please call the Corporation's transfer agent, Computershare Trust Company of Canada at 1 (866) 962-0498 or direct, from outside of North America at 1 (514) 982-8716 and entering your control number as indicated on your voting instruction form or proxy. . In order to receive a paper copy in time to vote before the Meeting, your request should be received by June 7, 2024.

A form of proxy solicited by management of the Corporation in respect of the Meeting is enclosed herewith.

The Corporation strongly encourages registered shareholders and proxyholders to vote using one of the methods described in the accompanying management information circular (the "**Circular**"). To facilitate shareholders attending the Meeting, the Meeting will be audio-cast live at 4:00 p.m. (Toronto time) on June 19, 2024 and can be accessed by conference call at (289) 819-1350 (Toronto local) or 1 (800) 836-8184 (North America toll free) or online by webcast at <https://emportal.ink/49PmI4Y>, and indicate you are dialing into the Neo Annual General and Special Shareholder Meeting. This call will be listen-only and shareholders will not be able to vote or speak at, or otherwise participate in the Meeting via the conference call.

Shareholders are requested to sign the enclosed form of proxy and return it in the envelope provided for that purpose. To be effective, the form of proxy must be received at the offices of Computershare Trust Company of Canada, 100 University Avenue, 8th Floor, Toronto, Ontario, Canada, M5J 2Y1 or via internet at www.investorvote.com or by telephone at the toll-free number printed on the form of proxy **by not later than 4:00 p.m. (Toronto time) on Monday, June 17, 2024** or, if the Meeting is adjourned or postponed, not later than 48 hours, excluding Saturdays, Sundays or holidays, preceding the time of such adjourned or postponed Meeting, or in either case by such later date and time as the Board may determine in its sole discretion. The accompanying Circular provides additional information relating to the matters to be dealt with at the Meeting.

If you have any questions, please contact the Corporation's proxy solicitation agent, Kingsdale Advisors, by phone or text at 1-800-285-8986 toll free in North America or 1-437-561-5021 outside of North America (text and call enabled outside North America), or by email at contactus@kingsdaleadvisors.com.

DATED this 10th day of May, 2024.

By Order of the Board

/s/ "Claire M.C. Kennedy"

Chair of the Board of Directors