

This management information circular and the accompanying materials require your immediate attention. If you are in doubt as to how to deal with these documents or the matters to which they refer, please consult your financial, legal, tax or other professional advisor.

DATAMETREX AI LIMITED

Notice of Annual and Special Meeting of Shareholders October 30, 2019

Notice is hereby given that the annual and special meeting (the “**Meeting**”) of the holders of common shares of **DATAMETREX AI LIMITED** (the “**Corporation**”) will be held at the Toronto office of MNP LLP, Suite 300, 111 Richmond Street W, Toronto, Ontario M5H 2G4, Canada on Wednesday, October 30, 2019 at 03:00 p.m. (Toronto time) for the following purposes:

- (1) to receive the Corporation’s audited financial statements as at and for the financial year ended December 31, 2018 and the auditors’ report thereon, a copy of which is available on www.sedar.com;
- (2) to elect directors;
- (3) to appoint the auditors and to authorize the board of directors to fix their remuneration;
- (4) to consider, and if deemed appropriate, re-approve and ratify the Corporation’s stock option plan;
- (5) to consider and, if deemed appropriate, pass, with or without variation, a special resolution authorizing the board of directors to consolidate the common shares of the Corporation on the basis of one (1) new common share for up to eight (8) old common shares, and amend the Corporation’s articles accordingly;
- (6) to consider and, if deemed appropriate, to pass, with or without variation, a special resolution approving a change of the name of the Corporation from “Datametrex AI Limited” to “Nexalogy AI Limited” or such other name as may be selected by the Board of Directors of the Corporation, and an amendment to the articles of the Corporation in connection therewith; and
- (7) to transact such other business as may properly come before the Meeting or any adjournment thereof.

The specific details of the foregoing matters to be put before the Meeting are set forth in the management information circular (“**Circular**”) accompanying this Notice of Meeting.

Shareholders are invited to attend the Meeting. *Registered shareholders* who are unable to attend the Meeting in person are requested to read the Circular and the form of proxy which accompanies this notice and to complete, sign, date and deliver the form of proxy, together with the power of attorney or other authority, if any, under which it was signed (or a notarially certified copy thereof) to the Corporation’s transfer agent, TSX Trust Company, 100 Adelaide St. W., Suite 301, Toronto, Ontario M5H 4H1, or by fax at (416) 595-9593, Attention: Proxy Department. *Non-registered shareholders* who receive the Circular and form of proxy through an intermediary must deliver the voting form provided in accordance with the instructions given by such intermediary. To be effective, proxies must be received by TSX Trust Company not later than Monday, October 28, 2019 at 3:00

p.m. (Toronto time), or in the case of any adjournment of the Meeting not later than 48 hours prior to the Meeting, excluding Saturdays, Sundays and holidays, or any adjournment thereof.

DATED the 27th day of September, 2019.

By Order of the Board of Directors

“Andrew Ryu”

**ANDREW RYU,
CHIEF EXECUTIVE OFFICER AND CHAIRMAN**