

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 September 17, 2020

Take notice that the annual general and special meeting (the “**Meeting**”) of the holders of common shares of **Datametrex AI Limited** (the “**Corporation**”) will be held on **Wednesday, October 21, 2020 at 10:00 a.m.** (Toronto time) virtually via WebEx, Event No. 132 988 5741 (Password: Datametrex2020) (<https://mcmillan.webex.com/mcmillan/onstage/g.php?MTID=e85f53896134d39dbedc7418ec400e34f>) for the following purposes:

- (1) to receive the Corporation’s audited financial statements as at and for the financial year ended December 31, 2019 and the auditors’ report thereon, a copy of which is available on www.sedar.com;
- (2) to consider and, if deemed advisable, to pass an ordinary resolution to fix the number of members of the board of directors of the Corporation at six (6) directors for the ensuing year;
- (3) to consider and, if deemed advisable, to pass an ordinary resolution electing the directors of the Corporation for the ensuing year;
- (4) to appoint SRCO Professional Corporation as the auditors of the Corporation for the ensuing year and to authorize the board of directors to fix their remuneration;
- (5) to consider, and if deemed advisable, re-approve and ratify the Corporation’s stock option plan;
- (6) to consider and, if deemed advisable, 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 ten (10) old common shares, and amend the Corporation’s articles accordingly;
- (7) to consider and approve, with or without variation, an ordinary resolution approving the expansion of the nature of business of the Corporation from a cyber security business to a health security business engaged in the selling and supplying of COVID-19 test kits, the full text of the ordinary resolution is set forth in the management information circular (the “**Circular**”) accompanying this Notice; and
- (8) to transact such other business as may properly come before the Meeting or any adjournment thereof.

Out of an abundance of caution and to proactively deal with the impact of the coronavirus (COVID-19) pandemic, and to mitigate risks to the health and safety of our shareholders, employees and other stakeholders, we will hold our Meeting in a virtual only format. In order to join the Meeting, please register through the link provided on or before Monday, October 19, 2020 at 10:00 a.m. EDT (Toronto time) at: <https://mcmillan.webex.com/mcmillan/onstage/g.php?MTID=e85f53896134d39dbedc7418ec400e34f>.

The specific details of the foregoing matters to be put before the Meeting are set forth in the Circular accompanying this Notice of Meeting.

Shareholders are invited to attend the Meeting. Registered shareholders who are unable to attend the Meeting 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 notorially 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 no later than Monday, October 19, 2020 at 10:00 a.m. EDT (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 17th day of September, 2020.

By Order of the Board of Directors

"Andrew Ryu"

Andrew Ryu, Chairman of the Board of Directors