



**INEO Tech Corp.**  
Unit 105 – 19130 24<sup>th</sup> Avenue  
Surrey, BC V3Z 3S9

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**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS  
TO BE HELD ON OCTOBER 11, 2024**

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**NOTICE IS HEREBY GIVEN** that the **Annual General and Special Meeting** (the “**Meeting**”) of the holders of common shares (“**Shareholders**”) of **INEO Tech Corp.** (the “**Company**”) will be held at **Unit 105 - 19130 24th Avenue, Surrey, BC**, on **Friday, October 11, 2024**, at **10:00 a.m. (Pacific Time)**, for the following purposes:

1. To receive and consider the audited financial statements of the Company, together with the notes thereto and the auditor’s report thereon, for the financial year ended June 30, 2023;
2. To fix the number of directors to be elected at the Meeting at six (6);
3. To elect directors of the Company to hold office until the next annual meeting of Shareholders;
4. To approve the appointment of **Baker Tilly WM LLP** as the new Auditors for the Company, and to authorize the Directors to fix the remuneration to be paid to the Auditors;
5. To consider, and if deemed advisable, pass an ordinary resolution ratifying and approving the Company’s existing 10% “rolling” stock option plan as more particularly described in the Company’s Management Information Circular dated September 3, 2024 (the “**Circular**”);
6. To consider and if deemed advisable, pass, with or without variation, a special resolution approving the completion of the purchase of 66,000,000 shares of the Company by Coenda Investment Holdings Corp. (“**Coenda**”), wherein Coenda will ultimately hold an aggregate 51.23% % of the outstanding shares of the Company as more particularly described in the Company’s Circular; and
7. To transact such other business as may be properly brought before the Meeting or any adjournment thereof.

The accompanying Circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this Notice. Shareholders are advised to review the Circular before voting.

Although no other matters are contemplated, the Meeting may also consider the transaction of such other business, and any permitted amendment to or variation of any matter identified in this Notice, as may properly come before the Meeting or any adjournment thereof. Accompanying this Notice is a form of proxy or voting instruction form – please follow the voting instructions detailed therein.

Copies of any documents to be considered, approved, ratified, adopted or authorized at the Meeting are available for inspection at the registered and records office of the Company at Unit 105 – 19130, 24<sup>th</sup> Avenue, Surrey, BC, V3Z 3S9, during normal business hours up to Friday, October 11, 2024, being the Meeting date, and will also be available at the Meeting.

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The board of directors of the Company (the “**Board**”) has fixed the close of business on **Tuesday, September 3, 2024**, as the record date (the “**Record Date**”) for determining Shareholders who are entitled to receive notice and to vote at the Meeting. Only Shareholders of record at the close of business on the Record Date will be entitled to vote at the Meeting.

Registered Shareholders unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting are requested to complete, date and sign the enclosed form of proxy, or another suitable form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the Circular.

Non-registered Shareholders who plan to attend the Meeting must follow the instructions set out in the voting instruction form to ensure that their shares will be voted at the Meeting. If you hold your shares in a brokerage account, you are a non-registered Shareholder.

### **Virtual Attendance**

Shareholders and appointed proxyholders are welcome to attend the Meeting virtually. This provides an equal opportunity to participate at the Meeting by video/teleconference regardless of geographic location, **however, a Shareholder/Proxyholder attending the Meeting by video/teleconference will not be able to vote at the Meeting.** As such, Shareholders who attend the Meeting virtually and who wish to ensure their common shares will be voted at the Meeting are advised to vote in advance of the Meeting. Please refer to the voting instructions in the proxy or voting instruction form.

To pre-register for virtual attendance, please connect with the Meeting Coordinator via email to [janet@keystonecorp.ca](mailto:janet@keystonecorp.ca).

**In order to streamline the Meeting process, the Company encourages Shareholders to vote in advance of the Meeting using the form of proxy or voting instruction form provided and submit votes no later than Wednesday, October 9, 2024 at 10:00 a.m. (Pacific Time), the cut-off time for the deposit of proxies prior to the Meeting, or such earlier time as may be directed in the form.**

**DATED** at Surrey, British Columbia, this 3<sup>rd</sup> day of **September, 2024**.

BY ORDER OF THE BOARD

*/s/ Kyle Hall*

Kyle Hall

Chief Executive Officer and Director