

DARELLE ONLINE SOLUTIONS INC.

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting (the “**Meeting**”) of the shareholders (the “**Shareholders**”) of common shares (“**Shares**”) in the capital of Darelle Online Solutions Inc. (the “**Company**”) will be held at the offices of MNP LLP, located at 609 Granville Street, Vancouver, British Columbia, V7Y 1E3 at 11:30 a.m. (PST) on January 5, 2026, for the following purposes:

1. to receive the consolidated audited financial statements of the Company for the financial year ended August 31, 2025 and 2024 together with the report of the auditors thereon;
2. to appoint Dale Matheson Carr-Hilton Labonte LLP, as the Company’s auditors for the ensuing year and to authorize the directors to fix their remuneration;
3. to set the number of directors at five; and
4. to elect the directors to serve until the close of the next annual meeting of the shareholders or until their successors are duly elected or appointed, as more particularly set forth in the accompanying Management Information Circular (the “**Information Circular**”);
5. to consider and, if appropriate, to pass, with or without variations, a special resolution substantially in the form set out in the Information Circular, approving certain amendments to the Company’s articles, and any other changes as may be required to conform with the requirements of applicable laws, including the *Business Corporations Act* (British Columbia), as applicable, to allow the directors of the Company and/or shareholders of the Company by ordinary resolution to make certain alterations to the authorized share structure of the Company, to change the name of the Company and to make certain other alterations to the articles of the Company, and to allow the shareholders of the Company by ordinary resolution to create special rights or restrictions for the shares of the Company to vary or delete such special rights or restrictions, as further described in the Information Circular;
6. to consider and, if appropriate, to pass, with or without variations, a special resolution substantially in the form set out in the Information Circular, approving the split (the “**Split**”) of the Shares on the basis of between two (2) and five (5) post-Split Shares for each one (1) pre-Split Share;
7. to consider and, if appropriate, to pass, with or without variations, an ordinary resolution substantially in the form set out in the Information Circular, approving the adoption of a new 10% rolling omnibus equity incentive plan, as further described in the Information Circular; and
8. to transact any other business which may properly come before the Meeting or any adjournment or adjournments thereof.

The directors of the Company have fixed the close of business on 5:00 pm (PST) on November 27, 2025 as the record date for the Meeting (the “**Record Date**”) for determining Shareholders entitled to receive this Notice of Annual General and Special Meeting, and to vote at the Meeting and any postponement or adjournment of the Meeting, except to the extent that a Shareholder has transferred any Company common shares after that date and the new holder of such Company common shares establishes proper ownership and requests not later than 10 days before the date of the Meeting that his/her name be included in the list of Shareholders eligible to vote at the Meeting and any postponement or any adjournment thereof.

WEBSITE WHERE MEETING MATERIALS ARE POSTED

The Information Circular and the Company's audited annual financial statements being placed before the Meeting and related MD&A can be viewed online under the Company's profile at <https://www.sedarplus.ca/darelle>.

HOW TO OBTAIN PAPER COPIES OF THE MEETING MATERIALS

Shareholders who wish to receive paper copies of the Meeting materials prior to the meeting may request copies from the Company by calling (250) 756-4464 or by sending an email to info@darelle.com no later than December 12, 2025 .

Requests for paper copies should be made as soon as possible but must be received by at least December 12, 2025 at 4:30 p.m. (Pacific Time) in order to receive the Information Circular in advance of the proxy deposit date and Meeting. An Information Circular will be sent to such shareholders within three business days of a request if such request is made before the Meeting.

Unless you request a paper copy in the manner described above, the Company will deliver paper copies only to those shareholders who elected to receive a paper copy of the Company's meeting materials by ticking the appropriate box in the form of proxy or voting instructions form provided to them in respect of the last annual general meeting held by the Company. This election only applies to the meeting materials for this year and expires after the Meeting unless the shareholder elects to receive paper copies again this year.

If you have any questions about the procedures required to qualify to vote at the Meeting or about obtaining and depositing the required form of proxy, you should contact Endeavor Trust Corporation by telephone (toll free) at 1-888-787-0888, by fax at 604-559-8908 or by e-mail at proxy@endeavortrust.com.

DATED at Nanaimo, British Columbia this twenty-seventh day of November, 2025.

BY ORDER OF THE BOARD

(signed) "Dean Bethune"

President, Chief Executive Officer and Director

Whether or not you expect to attend the Meeting, or any postponement or adjournment thereof, PLEASE SIGN, DATE AND RETURN THE ENCLOSED PROXY PROMPTLY IN THE ENCLOSED ENVELOPE OR VOTE BY PROXY USING THE TELEPHONE OR INTERNET BY FOLLOWING THE INSTRUCTIONS PROVIDED IN THE ACCOMPANYING FORM OF PROXY. To be effective, proxies must be received by Endeavor Trust Corporation by 11:30 am (PST) on Wednesday December 31, 2025, or no later than 48 hours (excluding Saturdays, Sundays and statutory holidays) prior to the date on which the Meeting or any adjournment(s) thereof is held, unless the chairman of the Meeting elects to exercise his discretion to accept proxies received subsequently.