



## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the annual general and special meeting (the "Meeting") of the shareholders of Velox Energy Materials Inc. (the "Company") will be held <https://uplistadvisory.com/vlx-agsm-2025> to facilitate an interactive meeting and live online voting for Registered Shareholders and duly appointed proxy holders on **Wednesday, December 3, 2025 at 9:00 a.m.** (EST), and at any adjournment thereof for the following purposes:

1. to receive the audited financial statements of the Company for the financial year ended December 31, 2024 together with the auditor's report thereon;
2. to fix the number of directors at four (4);
3. to elect directors for the ensuing year;
4. to appoint Jones O'Connell LLP, Chartered Professional Accountants as the auditors for the ensuing year and to authorize the directors to fix their remuneration;
5. to consider and, if thought fit, to pass an ordinary resolution approving the long-term incentive plan, as more fully set forth in the information circular accompanying this notice;
7. to transact such further or other business as may properly come before the meeting and any adjournments thereof.

## NOTICE-AND-ACCESS

You are receiving this notification as the Company has decided to use the notice and access model ("Notice and Access"), provided for under recent amendments to National Instrument 54-101, for the delivery of meeting materials to its shareholders. In respect to the Meeting, instead of receiving paper copies of the Company's management information circular, audited annual consolidated financial statements and MD&A for the years ended December 31, 2024 and other meeting materials (the "Meeting Materials"), shareholders are receiving this notice with information on how they may access the Meeting Materials electronically. However, together with this notification, shareholders continue to receive a proxy or voting instruction form, as applicable, enabling them to vote at the Meeting. The use of this alternative means of delivering Meeting Materials is more environmentally friendly and will reduce the Company's printing and mailing costs.

The Company is holding the Meeting as a completely virtual meeting, where all shareholders regardless of geographic location and equity ownership will have an equal opportunity to participate at the Meeting and engage with directors of the Company and management as well as other shareholders. Shareholders will not be able to attend the Meeting in person. Registered shareholders and duly appointed proxyholders will be able to attend, participate and vote at the Meeting online at [link to be provided]. Beneficial shareholders (being shareholders who hold their Shares through a broker, investment dealer, bank, trust company, custodian, nominee or other intermediary) who have not duly appointed themselves as proxyholder will not be able to attend, participate or vote at the Meeting.

As a shareholder of the Company, it is very important that you read the management information circular of the Company dated October 24, 2025 (the "Information Circular") and other Meeting materials carefully. They contain important information with respect to voting your Shares and attending and participating at the Meeting.

A shareholder who wishes to appoint a person other than the management nominees identified on the form of proxy or voting instruction form, to represent him, her or it at the Meeting may do so by inserting such person's name in the blank space provided in the form of proxy or voting instruction form and following the instructions for submitting such form of proxy or voting instruction form. This must be completed prior to registering such proxyholder, which is an additional step to be completed once you have submitted your form of proxy or voting instruction form. If you wish that a person other than the management nominees identified on the form of proxy or voting instruction form attend and participate at the Meeting as your proxy and vote your Shares, including if you are a nonregistered shareholder and

wish to appoint yourself as proxyholder to attend, participate and vote at the Meeting, you MUST register such proxyholder after having submitted your form of proxy or voting instruction form identifying such proxyholder. Failure to register the proxyholder will result in the proxyholder not receiving a Username to participate in the Meeting. Without a Username, proxyholders will not be able to attend, participate or vote at the Meeting. To register a proxyholder, shareholders MUST send an email to [voteproxy@uplistadvisory.com](mailto:voteproxy@uplistadvisory.com) and their proxyholder's contact information, amount of shares appointed, name in which the shares are registered if they are a registered shareholder, or name of broker where the shares are held if a beneficial shareholder, so the proxyholder may be provided with a Username via email.

Dated this 24th day of October, 2025.

**APPROVED BY THE BOARD OF DIRECTORS**

*"Nicole Morcombe"*

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**Nicole Morcombe**

Interim President, CEO & Director