

**SLEEPING GIANT CAPITAL CORP.  
NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS**

to be held on November 1, 2022

**TO THE SHAREHOLDERS:**

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting (the “**Meeting**”) of the holders (the “**Shareholders**”) of shares (“**Shares**”) of Sleeping Giant Capital Corp. (the “**Corporation**”) will be held solely by means of videoconference on November 1, 2022 at 11:00 a.m. (Calgary time) for the following purposes.

1. To receive the audited consolidated financial statements for the year ended December 31, 2021, together with the auditor’s report thereon.
2. To fix the number of directors to be elected at the Meeting at four.
3. To elect the directors of the Corporation for the ensuing year.
4. To appoint an auditor of the Corporation for the ensuing year and authorize the directors to fix the remuneration of the auditor.
5. To approve the Option Plan (as described below) of the Corporation for the ensuing year.
6. To transact such other business as may properly be brought before the Meeting or any adjournment or adjournments thereof.

Shareholders are referred to the attached Information Circular for more detailed information with respect to the matters to be considered at the Meeting.

**The Corporation has decided to host the Meeting solely by means of videoconference, as permitted by the Corporation’s bylaws. All shareholders are strongly encouraged to submit their vote by proxy ahead of the Meeting in accordance with the instructions described in the accompanying information circular.** If you are a registered shareholder and would like to attend the Meeting via videoconference, use the following link to register: <https://mccarthytrault.webex.com/mccarthytrault/j.php?RGID=r14364a1f74c823d9565991baa07b8bd9>

**Shareholders unable to participate in the videoconference Meeting are requested to date and sign the enclosed form by way of DocuSign or return it via Email at [proxy@odysseytrust.com](mailto:proxy@odysseytrust.com), by mail at Odyssey Trust Company, 702, 67 Yonge Street Toronto, ON M5E 1J8, or by Internet at <https://login.odysseytrust.com/pxlogin> not later than 48 hours prior to the time set for the Meeting or any adjournment or adjournments thereof.**

The directors of the Corporation have fixed September 30, 2022 as the record date for the Meeting. Shareholders of record at the close of business on September 30, 2022 are entitled to notice of the Meeting and to vote thereat or at any adjournment(s) thereof.

Dated at the City of Calgary, in the Province of Alberta, this 30<sup>th</sup> day of September, 2022.

**BY ORDER OF THE BOARD OF DIRECTORS**

*“Terence S. Meek”*

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Terence S. Meek  
Director and Chief Executive Officer