



NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS OF BRI-CHEM CORP.

NOTICE IS HEREBY GIVEN THAT an annual general meeting (the "Meeting") of the holders (the "Shareholders") of common shares (the "Common Shares") of Bri-Chem Corp. (the "Corporation") will be held at 12:00 p.m. (Edmonton time) at The Days Inn, 10010 – 179A Street N.W., Edmonton, Alberta on June 11, 2019 for the following purposes:

1. to receive and consider the annual audited financial statements of the Corporation for the year ended December 31, 2018 and the auditor's report thereon;
2. to fix the number of directors at four and to elect the directors of the Corporation for the ensuing year;
3. to appoint the auditors of the Corporation for the ensuing year, and to authorize the directors to fix their remuneration; and
4. to transact such other business as may be properly brought before the Meeting.

The specific details of the matters proposed to be put before the Meeting are set forth in the Management Information Circular accompanying and forming part of this notice.

Shareholders of the Corporation who are unable to attend the Meeting in person are requested to date and sign the enclosed form of Proxy and to mail it to or deposit it with the registrar and transfer agent of the Corporation, c/o Computershare Trust Company of Canada, Proxy Dept., 100 University Avenue, 9th Floor, Toronto, Ontario, M5J 2Y1 (facsimile: 416-263-9524). In order to be valid and acted upon at the Meeting, the proxy must be returned to the aforesaid address not less than 48 hours (excluding Saturdays, Sundays and holidays) before the time set for the holding of the Meeting or any adjournment thereof.

Shareholders are cautioned that the use of mail to transmit proxies is at each Shareholder's risk.

The Board of Directors of the Corporation has fixed the record date for the Meeting at the close of business on April 29, 2019 (the "Record Date"). Only Shareholders of the Corporation of record as at the date are entitled to receive notice of the Meeting. Shareholders of record will be entitled to vote those Common Shares included in the list of Shareholders entitled to vote at the Meeting prepared as at the Record Date, unless any such Shareholder transfers their Common Shares after the Record Date and the transferee of those Common Shares establishes that they own the Common Shares and demands, not later than the close of business on the date ten (10) days before the Meeting that the transferee's name be included in the list of Shareholders entitled to vote at the Meeting, in which case such transferee shall be entitled to vote such Common Shares at the Meeting.

DATED at the City of Edmonton, in the Province of Alberta, this 9 day of May 2019.

BY ORDER OF THE BOARD OF DIRECTORS

"Don Caron"
Don Caron
Chairman