

**DESTINY MEDIA TECHNOLOGIES INC.
NOTICE OF 2024 ANNUAL GENERAL MEETING OF STOCKHOLDERS
TO BE HELD ON
FEBRUARY 23, 2024**

To the Company's Stockholders:

Notice is hereby given that the 2024 Annual General Meeting (the "Meeting") of the stockholders of Destiny Media Technologies Inc., a Nevada corporation (the "Company"), will be held at the offices of Floor 4, 1575 West Georgia St. Vancouver BC, Canada, V6G 2V3, on Friday, February 23, 2024, commencing at 10:00 a.m. (Pacific Standard Time), for the following purposes:

1. To elect five members of the Company's Board of Directors, each to hold office until the next annual meeting of stockholders or until their respective successors have been elected or qualified. **The Board of Directors recommends that stockholders vote "FOR" each of the nominees.**
2. To ratify the appointment of Smythe LLP as the Company's independent registered public accounting firm for the fiscal year ending August 31, 2024. **The Board of Directors recommends that the stockholders vote "FOR" this proposal.**
3. To hold an advisory vote on the frequency of future advisory votes on the named executive officer compensation. **The Board of Directors recommends that the stockholders vote for a THREE YEAR frequency for this proposal.**
4. To hold an advisory vote to approve the named executive officer compensation. **The Board of Directors recommends that the stockholders vote "FOR" this proposal.**

The Board of Directors has fixed the close of business on December 27, 2023 at 5:00 p.m. (Pacific Standard Time) as the record date for the Meeting. Only stockholders of record at such time, are entitled to notice of, and to vote at, the Meeting. A list of the stockholders of record entitled to vote will be available at the Meeting and for 10 days prior to the Meeting, for any purpose germane to the Meeting, between the hours of 9:00 a.m. and 5:00 p.m. (Vancouver Time) at the Company's principal office located at 428 - 1575 West Georgia Street, Vancouver, British Columbia V6G 2V3.

Stockholders unable to attend the meeting in person are requested to read the enclosed proxy statement and proxy and then complete and deposit the proxy in accordance with its instructions. Unregistered stockholders must deliver their completed proxies in accordance with the instructions given by their financial institution or other intermediary that forwarded the proxy to them.

**BY ORDER OF THE BOARD OF DIRECTORS OF
DESTINY MEDIA TECHNOLOGIES INC.**

/s/Frederick Vandenberg
Frederick Vandenberg
Chief Executive Officer and President
Vancouver, British Columbia
January 2, 2024

IMPORTANT

Your vote is important. Whether or not you expect to attend in person, the Company urges you to sign, date, and return the enclosed proxy at your earliest convenience. This will help to ensure the presence of a quorum at the Meeting. PROMPTLY SIGNING, DATING, AND RETURNING THE PROXY WILL SAVE DESTINY MEDIA TECHNOLOGIES INC. THE EXPENSE AND EXTRA WORK OF ADDITIONAL SOLICITATION. Sending in your proxy will not prevent you from voting your stock at the Meeting if you desire to do so, as your proxy is revocable at your option.