



## NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (the “**Meeting**”) of the shareholders of Cypress Development Corp. (the “**Company**”) will be held at the offices of the Company at 1610 – 777 Dunsmuir Street, Vancouver, BC, V7Y 1K4 on Monday, July 15, 2019 at the hour of 11:00 a.m. (Vancouver time) for the following purposes:

1. To receive the audited financial statements of the Company for the past fiscal year ending December 31, 2018 and the auditor’s report thereon;
2. To set the number of directors and to elect directors for the ensuing year;
3. To appoint the auditor of the Company and to authorize the directors to set the auditor’s remuneration;
4. To consider and, if thought fit, pass an ordinary resolution to approve the renewal of the Company’s Stock Option Plan; and
5. To transact such further business as may properly come before the Meeting and any adjournment or postponement thereof.

**A registered shareholder of the Company entitled to attend and vote at the Meeting is entitled to appoint a proxyholder to attend and vote in his stead. If you are unable to attend the Meeting in person, please read the notes accompanying the instrument of proxy enclosed and then complete and return the proxy within the time set out in the notes. As set out in the notes, the enclosed instrument of proxy is solicited by management, but you may amend it, if you so desire, by inserting in the space provided the name of the person you wish to represent you at the Meeting. Non-registered shareholders of the Company should carefully follow the instructions received from their intermediary in respect of voting shares of the Company that they beneficially own, as more fully described under “Advice to Beneficial Holders of Common Shares” in the Information Circular.**

DATED at Vancouver, British Columbia as at June 18, 2019.

BY ORDER OF THE BOARD  
CYPRESS DEVELOPMENT CORP.

/s/ “Donald Huston”

Donald C. Huston,  
Chairman and President