

**RISETECH CAPITAL CORP.**  
2900 – 550 Burrard Street  
Vancouver, British Columbia, V6C 0A3

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that an annual general and special meeting (the “**Meeting**”) of the holders (the “**Shareholders**”) of RiseTech Capital Corp. (the “**Company**”) will be held virtually on December 18, 2020, at 10:00 a.m. (Vancouver time). To be admitted to the Meeting use the following link:

<https://us02web.zoom.us/j/88265175433?pwd=N2tUTFNCdXB0cUt2NHZXVThCZ3BXQT09>

The Meeting will be held for the following purposes:

1. To receive and consider the consolidated audited financial statements of the Company, together with the auditor’s report thereon, for the fiscal year ended December 31, 2019;
2. To appoint the auditor for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditor;
3. To set the number of directors at five (5) and elect directors for the ensuing year;
4. To consider and, if thought advisable, to pass an ordinary resolution to approve the Company’s stock option plan, as described in the accompanying management information circular (the “**Circular**”);
5. To consider and, if thought fit, to pass an ordinary resolution ratifying the adoption of the Company’s 2020 omnibus long-term incentive plan, the full text of which is set forth in the accompanying Circular;
6. To consider and, if thought fit, to pass a special resolution to change the name of the Company, the full text of which is set forth in the accompanying Circular;
7. To consider and, if thought fit, to pass a special resolution approving a consolidation of the issued and outstanding common shares in capital of the Company, the full text of which is set forth in the accompanying Circular;
8. To consider, and if thought fit, to pass a special resolution authorizing an amendment to the Notice of Articles of the Company and an amendment to, and restatement of, the articles of the Company on the basis and on the terms and conditions set out in the proposed amendment, all as more particularly described in this Circular; and
9. To transact such other business as may properly come before the Meeting or any adjournment or postponements thereof.

**The specific details of these matters to be put before the Meeting are set forth in the Circular accompanying the Notice, which is supplemental to and expressly made part of this Notice.**

In light of the recent COVID-19 pandemic outbreak and in order to protect the health and safety of shareholders, employees and the broader community, and based on government recommendations to avoid large gatherings, the Company will not be permitting attendance in person. We strongly urge you to vote by proxy in advance of the Meeting and to listen to the Meeting online. Registered shareholders or proxyholders representing registered shareholders participating in the Meeting virtually will be considered to be present in person at the Meeting for the purposes of determining quorum.

If you are a registered Shareholder of the Company and are unable to attend the Meeting in person, please complete, date and sign the accompanying form of proxy and deposit it with TSX Trust Company, the Company's transfer agent, no later than 10:00 am (Vancouver time) on December 16, 2020 at its Toronto office, Suite 301 - 100 Adelaide Street West Toronto, ON M5H 4H1 or at least 48 hours (excluding Saturdays, Sundays and holidays) before the time that the Meeting is to be reconvened after any adjournment(s) of the Meeting.

If you are a non-registered Shareholder of the Company and received this Notice of Meeting and accompanying materials through a broker, a financial institution, a participant, a trustee or administrator of a self-administered retirement savings plan, retirement income fund, education savings plan or other similar self-administered savings or investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the foregoing that holds your security on your behalf (the "**Intermediary**"), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

The board of directors of the Company has fixed a record date as of the close of business on November 17, 2020, for the purposes of determining the Shareholders of record that will be entitled to receive notice and to vote at the Meeting or any adjournment or postponement thereof.

Registered Shareholders of record and proxyholders representing Registered Shareholders participating in the Meeting will be able to access the Meeting through the Zoom application, which requires internet connectivity and they may not be able to vote in person at the Meeting without a video stream, as the Company's scrutineer must take steps to verify the identity of Registered Shareholders or proxyholders representing Registered Shareholders using the video features.

In order to access the Meeting through Zoom, shareholders will need to download the application onto their computer or smartphone and then once the application is loaded, open the following link:

<https://us02web.zoom.us/j/88265175433?pwd=N2tUTFNCdXB0cUt2NHZXVThCZ3BXQT09>

Shareholders will have the option through the application to join the video and audio or simply view and listen.

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**DATED** at Vancouver, BC, this 16<sup>th</sup> day of November, 2020.

**By Order of the Board of Directors**

Signed: "*Manroop Padda*"  
Manroop Padda, Director and CEO