

VOLT CARBON TECHNOLOGIES INC.
NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual and special meeting (the “**Meeting**”) of holders (“**Shareholders**”) of common shares (“**Common Shares**”) of Volt Carbon Technologies Inc. (the “**Corporation**”) will be held at 1:30 p.m. (Pacific Time) on November 21, 2022, at the Royal Colwood Golf Club, 629 Goldstream Avenue, Victoria, B.C., Canada, for the following purposes:

1. to receive the consolidated financial statements of the Corporation for the financial years ended October 31, 2020 and October 31, 2021, together with the auditor’s report thereon;
2. to elect directors of the Corporation for the ensuing year;
3. to appoint the auditor of the Corporation for the ensuing year and to authorize the directors to fix the remuneration thereof;
4. to consider an ordinary resolution to approve the amendment of the existing stock option plan of the Corporation; and
5. to transact such other business as may properly come before the Meeting or any adjournment thereof.

The accompanying management information circular (the “**Information Circular**”) provides detailed information with respect to the matters to be considered at the Meeting and forms part of this notice.

If you are a *registered Shareholder* of the Corporation and are unable to attend the Meeting or any adjournment thereof in person, please complete, sign and mail the enclosed form of proxy to Computershare Trust Company of Canada (“**Computershare**”), 8th Floor, 100 University Ave., Toronto, Ontario, M5J 2Y1, no later than 1:30 p.m. (Pacific Time) on November 17, 2022 or, in the case of any adjournment or postponement of the meeting, not less than 48 hours (excluding Saturdays, Sundays and holidays) before the time of the adjourned or postponed meeting.

If you are a *beneficial Shareholder* of the Corporation and receive these materials through your broker or through another intermediary, please complete and return the form of proxy or voting instruction form you are provided by them in accordance with the instructions provided therein. **Without specific instructions, brokers and other intermediaries are prohibited from voting the shares of their clients.**

Only *registered Shareholders* as at October 17, 2022 and their duly appointed proxyholders will be entitled to vote at the Meeting. Your vote is important, please ensure you follow the instructions applicable to you so that your vote is counted at the Meeting. If you are not sure if you are a registered Shareholder or a beneficial Shareholder, please contact Computershare at 1-800-564-6253 (toll free in North America) or 1-514-982-7555 (outside North America).

Additional information on attending and voting at the Meeting is included in the Information Circular.

By order of the Board of Directors of Volt Carbon Technologies Inc.

(signed) “William Pfaffenberger”
William Pfaffenberger
Chairman, President & Chief Executive Officer
October 25, 2022