

PROSTAR HOLDINGS INC.
760 Horizon Drive, Suite 200
Grand Junction, Colorado, 815060 United States
Tel: (970) 242-4024

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual general meeting (the "**Meeting**") of the shareholders of ProStar Holdings Inc. (the "**Company**") will be held at the offices of DuMoulin Black LLP., on October 13, 2022 at 10:00 a.m. (Pacific Time) for the following purposes:

1. to receive the audited financial statements of the Company for the fiscal year ended December 31, 2021, together with the auditor's report thereon;
2. to fix the number of directors at five (5) for the ensuing year;
3. to elect directors for the ensuing year as described in the Information Circular (as defined below) accompanying this notice;
4. to re-appoint Davidson & Company LLP as the Company's auditor for the ensuing fiscal year at a remuneration to be fixed by the directors;
5. to consider and, if thought fit, to pass an ordinary resolution approving a new 10% rolling stock option plan to replace the Company's existing 10% rolling stock option plan; and
6. to transact such further or other business as may properly come before the Meeting and any adjournments thereof.

The specific details of the foregoing matters to be put before the Meeting are set forth in the information circular (the "**Information Circular**") accompanying this notice. The audited consolidated financial statements and related MD&A for the Company for the financial year ended December 31, 2021 are available upon request to the Company and they can be found on SEDAR at www.sedar.com.

The Board of Directors of the Company has by resolution fixed the close of business on September 8, 2022 as the record date, being the date for the determination of the registered holders of common shares of the Company entitled to notice of and to vote at the Meeting and any adjournment(s) thereof.

This notice is accompanied by the Information Circular, a form of proxy and a supplemental mailing list return card.

The Company recommends that all shareholders vote their shares by proxy and not attend in person. If the Company decides to make any change, such as to the date or location, or to hold the Meeting solely by remote communication, the Company will announce the change in advance and post details, including instructions on how shareholders can participate, on SEDAR. At this time, the Company does not plan to provide a fully virtual or remote meeting due to cost, administrative and technical requirements.

Proxies to be used at the Meeting must be deposited with the Company, c/o the Company's transfer agent, Computershare Investor Services Inc., Proxy Department, 100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2Y1 no later than 11:00 a.m. (Vancouver time) on October 11, 2022, or no later than 48 hours (excluding Saturdays, Sundays and statutory holidays) prior to the date on which the Meeting or any adjournment(s) thereof is held. See also the form of proxy for instructions as to the use of telephone and internet voting.

Non-registered shareholders who receive these materials through their broker or other intermediary are requested to follow the instructions for voting provided by their broker or intermediary, which may include the completion and delivery of a voting instruction form.

DATED at Vancouver, British Columbia, this 8th day of September, 2022.

BY ORDER OF THE BOARD

(Signed) "Jonathan Richards" _____

JONATHAN RICHARDS

Chief Financial Officer, Corporate Secretary
and a Director