



NOTICE OF ANNUAL AND SPECIAL MEETING

When 11:00 am (Eastern time)
Thursday, May 12, 2022

Where The meeting will be held as a virtual-only meeting

Purpose of the Meeting

1. Receive the 2021 consolidated financial statements
2. Elect directors
3. Appoint auditors
4. Pass a resolution approving an Amended and Restated Omnibus Equity Incentive Plan of the Company
5. Consider any other business that may properly come before the meeting

Management Information Circular

The Management Information Circular, which is attached to this notice, is being sent to you because you owned common shares of Baylin on March 30, 2022, which is the record date for the meeting. The Circular includes important information about the purpose of the meeting and who can vote and how to vote.

Meeting Format

We will hold the meeting exclusively by electronic means, by live webcast only. We made this decision in light of the recommendations and restrictions by government and health authorities to address proactively the public health impact of Covid-19 and to mitigate risks to the health and safety of our shareholders and the broader community. As a result of these recommendations and restrictions, you will not be able to attend the meeting in person. Accordingly, we strongly encourage shareholders to vote in advance using their proxy form or voting instruction form and to participate in the meeting through the live webcast. Shareholders will have an opportunity to submit questions during the meeting through the live webcast.

Voting in Advance of the Meeting

As a shareholder, it is important that you read the accompanying Circular carefully. You are encouraged to vote in advance of the meeting by using the form of proxy or voting instruction form accompanying the Circular.

Registered shareholders (shareholders whose common shares are registered in their name) may vote in advance of the meeting by telephone, on the internet or by fax or mail in accordance with

the instructions set out in the form of proxy. For voting by mail, registered shareholders should complete and sign their proxy and return it to our transfer agent, Computershare Investor Services Inc., 100 University Avenue, 8th Floor, North Tower, Toronto, Ontario, Canada M5J 2Y1, Attention: Proxy Department, so that it is received by 5:00 pm (Eastern time) on May 10, 2022.

Non-registered or beneficial shareholders (shareholders whose common shares are held indirectly through an intermediary, such as a broker, securities dealer, bank, trust company or other intermediary) should review the voting instruction form provided by their intermediary, which sets out the procedures to be followed for voting.

Attendance and Participation at the Meeting

Registered shareholders and duly appointed proxyholders can attend the meeting (virtually) and join the live webcast online at meetnow.global/MYSVVYU where they can participate, vote or submit questions during the meeting's live audio webcast. Non-registered or beneficial shareholders who have not appointed themselves as proxyholder will be able to attend the meeting as guests but will not be able to vote or submit questions. See "How to Vote" in the accompanying Circular for more information about how to vote at the meeting.

For those who intend to access the webcast, please allow enough time to log in before the start of the meeting, which will begin promptly at 11:00 am (Eastern time) on Thursday, May 12, 2022, unless the meeting is postponed or adjourned.

Circular

The Board of Directors has approved the Circular and authorized us to send it to you.

(signed) "Jeffrey C. Royer"

Jeffrey C. Royer
Chairman of the Board of Directors

Toronto, Ontario
March 30, 2022