

Notice of Availability of Proxy Materials for Helium Evolution Incorporated Annual General and Special Meeting (the “Meeting”)

Meeting Date and Time: May 22, 2024, at 10:30 a.m. (Calgary time)

Location: Calgary Petroleum Club, Cardium Room, 319 5th Ave S.W. Calgary, Alberta

Please be advised that the proxy materials for the above noted securityholder meeting are available for viewing and downloading online. This document provides an overview of these materials, but you are reminded to access and review the management information circular (the “**Circular**”) of Helium Evolution Incorporated (the “**Company**”) and other proxy materials available online prior to voting. These materials are available at:

<https://www.heliumevolution.ca/investor-centre/>

OR

www.sedarplus.ca

Obtaining Paper Copies of the Proxy Materials and Questions regarding notice and access

Securityholders may request to receive paper copies of the proxy materials related to the above referenced meeting by mail at no cost. Requests for paper copies must be received by **May 9, 2024**, in order to receive the paper copy in advance of the meeting. Requests for paper copies or questions regarding notice and access may be made by contacting:

Toll Free Within North America: 1.888.290.1175

Direct from outside of North America: 1.587.885.0960

Registered holders and beneficial owners who have previously provided standing instructions will receive a paper copy of the proxy materials. If you are a registered holder and have previously provided standing instructions indicating that you wish to receive paper copies of the proxy materials, you may revoke your instructions by calling the number above.

Notice of Meeting

The resolutions to be voted on at the meeting, described in detail in the Circular, are as follows:

Number of Directors: Shareholders will be asked to fix the number of directors to be elected at the Meeting of the Company for the ensuing year at seven (7).

Information respecting the number of directors may be found in the Circular under “*Election of Directors*”.

Election of Directors: Shareholders will be asked to elect directors for the ensuing year.

Information respecting the election of directors may be found in the Circular under “*Election of Directors*”.

Appointment of Auditor: Shareholders will be asked to appoint KPMG LLP as the auditors of the Company for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditors.

Information respecting the appointment of auditors may be found in the Circular under "*Appointment of Auditor*".

Stock Option Plan: Shareholders will be asked to approve and confirm the rolling 10% stock option plan of the Company.

Information respecting the appointment of auditors may be found in the Circular under "*Approval of Other Matters to be Acted Upon*".

Voting

To vote your securities, please refer to the instructions on the enclosed form of proxy or voting instruction form. Your proxy or voting instruction form must be received by May 17, 2024, 10:30 a.m. (Calgary time).

Non-registered (beneficial) shareholders should follow the instructions on the voting instruction form or other form of proxy provided by their intermediaries with respect to the procedures to be followed for voting.

Only registered shareholders and duly appointed proxyholders will be entitled to vote at the meeting. Shareholders who wish to appoint a proxyholder other than the persons designated by the Company on the form of proxy or identified on the voting instruction form (including a non-registered shareholder who wishes to appoint themselves) to represent them at the meeting must carefully follow the instructions in the Circular and on their form of proxy or voting instruction form.

Stratification

The Company is providing paper copies of its Circular only to those shareholders that have previously requested to receive paper materials.