

COMET INDUSTRIES LTD.

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

TAKE NOTICE that an annual general meeting (the "**Meeting**") of the shareholders of Comet Industries Ltd. (the "Company") will be held at 17th Floor, 1030 West Georgia Street, Vancouver, B.C. on **Monday, August 29, 2022 at 10:00 a.m. (Vancouver time)** for the following purposes:

1. To receive the audited financial statements of the Company for the fiscal year ending January 31, 2022, together with the auditor's report thereon.
2. To appoint the auditor of the Company for the fiscal year ending January 31, 2023; and to authorize the directors of the Company to fix the remuneration to be paid to the auditor for the fiscal year ending January 31, 2023.
3. To set the number of directors of the Company for the ensuing year at five (5) persons.
4. To elect directors of the Company to serve until the next annual general meeting of the Company's shareholders.
5. To consider and, if deemed advisable, to pass an ordinary resolution approving the adoption of a new Stock Option Plan, as more fully set forth in the Information Circular prepared in connection with the Meeting.
6. To transact such further or other business as may properly come before the Meeting and any adjournment or postponement thereof.

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this Notice of Annual General Meeting.

A shareholder entitled to attend and vote at the Meeting is entitled to appoint a proxyholder to attend and vote in his/her stead. If you are unable to attend the Meeting in person, please read the notes accompanying the Instrument of proxy enclosed and then complete and return the proxy within the time set out in the notes. As set out in the notes, the enclosed instrument of proxy is solicited by management, but you may amend it, if you so desire, by striking out the names listed therein and inserting in the space provided the name of the person you wish to represent you at the Meeting.

DATED at Vancouver, British Columbia, this 22nd day of July, 2022.

BY ORDER OF THE BOARD

"Michael O'Reilly"

CEO