

## ESE ENTERTAINMENT INC.

### ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual general and special meeting (the “**Meeting**”) of the shareholders of ESE Entertainment Inc. (the “**Company**”) will be held at 11:00 a.m. PST on Wednesday, November 17, 2021, at 6<sup>th</sup> Floor – 905 West Pender Street, Vancouver, BC V6C 1L6 for the following purposes:

1. to receive the audited financial statements of the Company for the fiscal years ended October 31, 2020 and June 30, 2020, together with the auditors’ reports thereon;
2. to set the number of directors at five (5);
3. to elect directors for the ensuing year;
4. to appoint Crowe MacKay LLP as the auditors for the Company for the ensuing year and to authorize the directors to fix their remuneration;
5. to pass an ordinary resolution to approve the Company’s Equity Incentive Plan; and
6. to transact such other business as may properly be brought before the Meeting or any adjournment thereof.

The specific details of the matters proposed to be put before the Meeting are set forth in the information circular (the “**Circular**”), which is attached to this Notice of Meeting. Shareholders may be asked to consider other items of business that may be properly brought before the meeting.

Accompanying the Notice of Meeting is a proxy or voting instruction form (“**VIF**”), as applicable, enabling you to vote at the Meeting. Please review the Circular prior to voting.

We remind shareholders that in light of the ongoing concerns related to the COVID-19 pandemic and the limitations on public gatherings the Company is encouraging shareholders and guests not to attend the Meeting in person. Instead, shareholders are encouraged to vote on the matters before the Meeting by proxy.

Dated at Vancouver, British Columbia, this 13<sup>th</sup> day of October, 2021

**ON BEHALF OF THE BOARD OF DIRECTORS,**

“Konrad Wasiela”

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Konrad Wasiela  
CEO and Director