

## 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. PDT on Tuesday, December 6, 2022, 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 year ended October 31, 2021, together with the auditor’s report 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 auditor for the Company for the ensuing year and to authorize the directors to fix their remuneration;
5. to ratify and approve the Company’s existing stock option 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.

Shareholders are encouraged to vote on the matters before the Meeting by proxy.

Dated at Vancouver, British Columbia, this 1st day of November, 2022

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

“Konrad Wasiela”

Konrad Wasiela  
CEO and Director