

## DEEPMARKIT CORP.

### NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

**NOTICE IS HEREBY GIVEN THAT AN ANNUAL GENERAL AND SPECIAL MEETING** (the "**Meeting**") of holders of common shares ("**Common Shares**") of DeepMarkit Corp. (the "**Corporation**") will be held at Suite 100, 750 11th Street S.W., Calgary, Alberta, T2P 3N7, on Friday, October 29, 2021 at 10:00 a.m. for the following purposes:

- (a) to receive and consider the audited, consolidated financial statements of the Corporation for the fiscal year ended December 31, 2020;
- (b) to fix the number of directors of the Corporation at four (4) directors;
- (c) to elect Ranjeet Sundher, Darold H. Parken, J. Garry Clark and Paul McKenzie as directors of the Corporation for the ensuing year, as more particularly set forth in the accompanying management proxy and information circular dated October 4, 2021, prepared for the purpose of the Meeting (the "**Management Information Circular**");
- (d) to appoint the auditors of the Corporation for the ensuing year and to authorize the Audit Committee of the Board of Directors of the Corporation to fix the auditors' remuneration, as more particularly set forth in the accompanying Management Information Circular;
- (e) to consider and, if thought appropriate, to pass, with or without variation, an ordinary resolution re-approving and ratifying the Stock Option Plan of the Corporation, as more particularly set forth in the accompanying Management Information Circular;
- (f) to consider and, if thought appropriate, pass an ordinary resolution of disinterested shareholders authorizing the Debt Conversion (as defined in the Management Information Circular) and approving and ratifying the entering into of the Debt Conversion Agreements (as defined in the Management Information Circular) (the "**Related Party Transaction Resolution**"), as more fully described in the accompanying Management Information Circular;
- (g) to consider and, if thought appropriate, pass an ordinary resolution of disinterested shareholders approving 1323552 B.C. Ltd., a corporation owned and controlled by Ranjeet Sundher, becoming a new "Control Person" (as such term is defined in the TSX Venture Exchange Corporate Finance Manual) of the Corporation pursuant to the Debt Conversion (the "**Control Person Resolution**"), the full text of which is set forth in the accompanying Management Information Circular;
- (h) to consider and, if thought appropriate, pass an ordinary resolution of disinterested shareholder authorizing the issuance of 190,243 common shares upon the conversion of debt owed to Ranjeet Sundher relating to accrued and unpaid management fees; and
- (i) to transact such other business as may be properly brought before the Meeting or any adjournment(s) thereof.

Shareholders are referred to the Circular for more detailed information with respect to the matters to be considered at the Meeting.

### **IMPORTANT**

Amid ongoing concerns about the Coronavirus (COVID-19) pandemic, DeepMarkit currently intends on holding an in-person shareholder meeting of registered Shareholders or duly appointed proxyholders only (with non-registered Shareholders (i.e. beneficial Shareholders) encouraged to vote by proxy instead) with attendance limited to a bare minimum. See "*Notice to Beneficial Holders of Shares*" in the Circular. However, DeepMarkit will continue to monitor provincial and federal governmental guidance regarding COVID-19 to assess and implement measures to reduce the risk of spreading the virus at the Meeting,

which may include potentially adjourning, postponing or changing the format of the Meeting

**As the Alberta provincial government has currently recommended that in-person business meetings be limited in scope where possible, as of the date of the Circular, only registered Shareholders or their duly appointed proxy holders will be permitted to attend the Meeting** and the Meeting will otherwise be conducted in accordance with the requirements of any applicable provincial or federal public health directives. In addition, in view of current guidance regarding social distancing and further restrictions on large gatherings, in order to ensure as many Shares as possible are represented at the Meeting, **instead of in-person attendance, Shareholders are strongly encouraged to complete the enclosed form of proxy and return it as soon as possible in the envelope provided for that purpose.** Shareholders who do not hold their Shares in their own name are strongly encouraged to complete the voting instruction forms received from their intermediaries/brokers as soon as possible and to follow the instructions set out under "*Notice to Beneficial Holders of Shares*" in the Circular.

Only holders of Shares of record at the close of business on September 29, 2021 (the "**Record Date**") are entitled to notice of the Meeting and only those holders of the Shares of record on the Record Date, or who subsequently become shareholders and comply with the provisions of the *Business Corporations Act* (Alberta), are entitled to vote at the Meeting.

**DATED** this 4<sup>th</sup> day of October, 2021.

**BY ORDER OF THE BOARD OF DIRECTORS**

Signed "*Darold H. Parken*"

Darold H. Parken  
President & CEO