

MINUTES OF THE ANNUAL GENERAL MEETING OF FAB-FORM INDUSTRIES INC., HELD AT UNIT 19, 1610 DERWENT WAY, IN THE CITY OF DELTA, IN THE PROVINCE OF BRITISH COLUMBIA, AT 4:00 O'CLOCK IN THE AFTERNOON (VANCOUVER TIME) ON FRIDAY, THE 22nd DAY OF DECEMBER, A.D. 2023

Joseph Fearn acted as Chairman and Vishwanath Kumar acted as Secretary of the Meeting.

Herb Bentz acted as the Scrutineer of the Meeting.

The Meeting was referred to the Notice calling the Meeting and was informed that the Company has delivered an Affidavit of mailing the Notice of the Meeting to all the registered shareholders.

As there was a quorum present, the Meeting was legally called and properly constituted to carry out the business.

UPON MOTION DULY MOVED AND UNANIMOUSLY CARRIED, IT WAS RESOLVED THAT the Meeting dispensed with the reading of the Notice of Meeting.

UPON MOTION DULY MOVED AND UNANIMOUSLY CARRIED, IT WAS RESOLVED THAT the Meeting dispensed with the reading of the Minutes of the last Annual General Meeting.

UPON MOTION DULY MOVED AND UNANIMOUSLY CARRIED, IT WAS RESOLVED THAT Culver & Co., Chartered Accountants, be appointed Auditors for the ensuing year, and the directors be authorized to fix the remuneration to be paid to the auditor.

No additional nominations were made beyond those specified in the notice and proxy documents.

UPON MOTION DULY MOVED AND UNANIMOUSLY CARRIED, IT WAS RESOLVED THAT Richard Fearn, Nigel Protter, Don Russell, and Joseph Fearn are elected Directors of the Company for the ensuing year.

UPON MOTION DULY MOVED AND UNANIMOUSLY CARRIED, IT WAS RESOLVED AS A SPECIAL RESOLUTION TO (a) to ratify and approve the exercise of any stock-based compensation granted in the previous year as granted hereunder. (b) to authorize and approve the granting and exercise of stock-based compensation in the forthcoming year, subject to approval by the TSX Venture Exchange, and (c) to authorize the directors to renegotiate or cancel any existing stock options.

UPON MOTION DULY MOVED AND UNANIMOUSLY CARRIED, IT WAS RESOLVED AS AN ORDINARY RESOLUTION TO grant authority to the Board of Directors to proceed with and complete one or more private placements within the 12-month period following the meeting up to a maximum of 2,293,626 shares or equal to 25% of the current outstanding shares of the Company, and any consequential change in the effective control of the Company, provided that such placements are completed in accordance with the policies of the TSX Venture Exchange.

UPON MOTION DULY MOVED AND UNANIMOUSLY CARRIED, IT WAS RESOLVED AS AN ORDINARY RESOLUTION THAT the meeting ratifies, confirms, and approves all acts, deeds, and things done by and the proceedings of the directors and officers of the Company on its behalf since the last Annual General Meeting of the Company.

THERE BEING NO FURTHER BUSINESS THE MEETING THEN ADJOURNED.

"Joey Fearn"

Joseph Fearn
CHAIRMAN

SCHEDULE A

FAB-FORM INDUSTRIES LTD.
ANNUAL GENERAL MEETING
OF SHAREHOLDERS HELD ON 22nd December 2023

REPORT ON ATTENDANCE

We are pleased to report that eleven shareholders were holding at least 4,635,642 common shares represented in person, by proxy, and virtually at this meeting, representing at least 50.53% of the 9,174,507 issued and outstanding common shares.

Dated this 22nd day of December 2023

Scrutineer *"Herb Bentz"*
Herb Bentz