

CYMAT TECHNOLOGIES LTD.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS To be held on December 16, 2024

TO THE SHAREHOLDERS:

Notice is hereby given that the Annual and Special Meeting (the “Meeting”) of Shareholders of Cymat Technologies Ltd. (the “Company”, or “Cymat”) will be held at the offices of Cymat Technologies Ltd., 6320 Danville Road, Unit 2, Mississauga, Ontario, L5T 2L7 at 4:00 p.m. (Eastern Standard time) on Monday, December 16, 2024, for the following purposes:

1. to receive the audited financial statements of the Company for the fiscal years ended April 30, 2024 and April 30, 2023/2022, together with the auditors’ reports thereon;
2. to elect the directors of the Company;
3. to appoint McGovern Hurley LLP as auditors of the Company and to authorize the directors to fix the remuneration to be paid to the auditors;
4. to amend the maximum number of Shares to be granted under the Company’s Stock Option Plan, the full text which is set forth as described in the Company’s Management Information Circular dated November 8, 2024 (the “Circular”); and
5. to transact such other business as may properly come before the Meeting or any adjournment thereof.

Particulars of the matters referred to above are set forth in the accompanying Circular.

A shareholder may attend the Meeting in person or may be represented thereat by proxy. Shareholders who are unable to attend the Meeting in person are requested to date, sign and return the enclosed form of proxy, or other appropriate proxy, in accordance with the instructions set forth in the Circular.

A form of proxy will not be valid and acted upon at the Meeting or any adjournment thereof unless it is deposited at the offices of TSX Trust Company, 100 Adelaide Street West, Suite 301, Toronto, ON M5H 4H1, transmitted by facsimile (416) 595-9593 or submitted at www.voteproxyonline.com by 4:00 p.m. (Eastern Standard time) Thursday, December 12, 2024 or 2 business days prior to any adjournment of the Meeting. The Company may waive compliance with the preceding sentence and accept proxies deposited within 2 business days of the Meeting but before commencement of the Meeting or any adjournment thereof.

A proxy holder need not be a shareholder of the Company.

Only shareholders of record at the close of business on November 12, 2024, are entitled to notice of the Meeting and to vote thereat or at any adjournment thereof.

DATED at Toronto, Ontario this 8th day of November 2024.

By Order of the Board of Directors

(signed) “Michael Liik”
CEO and Chairman

IMPORTANT:

We expect that the vast majority of our shareholders will vote by proxy in advance of the Meeting and we encourage shareholders to vote in this manner, either by proxy or by voting instruction form, as described below and elsewhere in the accompanying Management Information Circular.

In addition, in view of current and potential future guidance regarding social distancing and further restrictions on gatherings, in order to ensure as many common shares as possible are represented at the Meeting, shareholders are strongly encouraged to complete the enclosed Instrument of Proxy and return it as soon as possible in the envelope provided for that purpose. Shareholders who do not hold common shares in their own name are strongly encouraged to complete the voting instruction forms received from their broker or other intermediary as soon as possible.

To be effective, the enclosed form of proxy must be deposited with the Corporation's registrar and transfer agent, TSX Trust Company, by mail or delivery to 301-100 Adelaide Street West, Toronto, Ontario, M5H 4H1, no later than 4:00 p.m. (Eastern Standard time) on December 12, 2024 or at least 48 hours (excluding Saturdays, Sundays and statutory holidays in the Province of Ontario) before any adjournment or postponement of the Meeting.

Shareholders may listen to the Meeting (in listen-only mode) by live audio teleconference starting at 4:00 p.m. (EST) on December 16, 2024, using the following teleconference instructions:

- Teleconference Number: 1-877-394-5901
- Participant ID: 5773623#

Please note that Shareholders will not be entitled to vote at, or otherwise participate in, the Meeting by way of teleconference or other electronic means.