

BLUMETRIC ENVIRONMENTAL INC.
1682 Woodward Drive, Ottawa, Ontario, K2C 3R8

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual and Special Meeting of the Shareholders (the “Meeting”) of BluMetric Environmental Inc. (the “Corporation”) will be held at the TownePlace Marriott Ottawa Kanata, 1251 Maritime Way Ottawa, ON K2K 0J6 on Wednesday, March 23, 2022 at 1:00 p.m. (EDT) for the following purposes:

1. to receive the audited financial statements of the Corporation for the financial year ended September 30, 2021 and the auditors’ report thereon;
2. to elect the directors of the Corporation;
3. to appoint MNP LLP as the auditor of the Corporation and to authorize the board of directors to fix their remuneration;
4. to consider and, if deemed appropriate, to pass, with or without amendment, a resolution to approve the amendments to the BluMetric Environmental Inc. Amended and Restated Stock Option Plan 2022 (the “Amended Plan”), including an increase in the number of common shares available under the Amended Plan from 3,200,000 common shares to 4,500,000 common shares, representing approximately 15.3% of the issued and outstanding common shares of the Corporation, as more fully described in the accompanying management proxy circular (the “Option Plan Resolution”); and
5. to transact such further or other business as may properly be brought before the Meeting or any adjournment or adjournments thereof.

Accompanying this notice are the management proxy circular containing details of the matters to be dealt with at the Meeting, the audited financial statements of the Corporation for the financial year ended September 30, 2021 together with management’s discussion and analysis thereon, to shareholders who requested them, and a form of proxy.

In light of ongoing concerns related to the spread of COVID-19, and in order to mitigate potential risks to the health and safety of the Corporation’s shareholders, employees, communities and other stakeholders, meeting participants are strongly encouraged NOT to attend the Meeting in person.

The Corporation encourages all shareholders to vote on the matters before the Meeting by proxy in accordance with the instructions set out below and to join the Meeting by videoconference or teleconference. Participants can watch or listen to the Meeting but will not be permitted to vote at the Meeting unless the participant attends the Meeting in person.

Details to access the Meeting by teleconference are as follows:

Date and Time: Wednesday, March 23, 2022 at 1:00 pm (EDT)

Dial-in Number: 1-833-663-7151

Access Code: 200 938 767#

OR

Participants who instead would like to attend through videoconference are welcome to register through our website at www.blumetric.ca/agm2022.

Participants should dial in or connect approximately 5 to 10 minutes prior to the scheduled start time.

The Corporation reserves the right to take any further precautionary measures deemed to be appropriate, necessary or advisable in relation to the Meeting in response to further developments in the COVID-19 outbreak, including: (i) changing the Meeting date and/or changing the means of holding the Meeting; and (ii) such other measures as may be recommended by public health authorities. Should any such changes to the Meeting format occur, the Corporation will announce any and all of these changes by way of news release, which will be filed under the Corporation's profile on SEDAR. In the event of any changes to the Meeting format due to the COVID-19 outbreak, the Corporation will not prepare or mail an amended Circular, Notice of Meeting or related proxy.

The Board of Directors urges you to complete, sign, date and return the enclosed proxy of the Corporation at its office set out above or to Computershare Investor Services, 100 University Avenue, 8th floor, Toronto, Ontario, M5J 2Y1 or by facsimile at 1-866-249-7775 or by internet as soon as possible. If your shares are held in the name of a broker or nominee (beneficial holders), you must provide voting instructions to the broker or nominee for your shares to be represented at the meeting.

Please return your proxy by 1:00 pm (EDT) on Monday, March 21, 2022 or if the meeting is adjourned, by no later than 48 hours (excluding Saturdays, Sundays and holidays) prior to when the adjournment thereof is to be held, or your proxy may be deposited with the Chair of the Meeting at any time prior to the commencement of the Meeting or any adjournment thereof.

In order to be represented by proxy at the Meeting you must complete and submit the enclosed Form of Proxy or other appropriate form of proxy.

Dated at Ottawa, Ontario, this 16th day of February, 2022.

BY ORDER OF THE BOARD OF DIRECTORS

/s/ Vivian Karaikos
Secretary