

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the “**Meeting**”) of the holders of common shares (“**Shareholders**”) of Railtown Capital Corp. (the “**Company**”) will be held at Suite 2200, 885 West Georgia Street, Vancouver, British Columbia, Canada on the 20th day of May, 2022, at 11:00 a.m. (Vancouver time) for the following purposes:

- (a) to receive the audited consolidated financial statements of the Company as at and for the period of incorporation on June 22, 2020 to the financial year ended November 30, 2020 and for the financial year ended November 30, 2021, together with the reports of the auditor thereon;
- (b) to re-appoint MNP LLP, Chartered Professional Accountants, as auditor of the Company for the ensuing year and authorize the board of directors to fix the remuneration of the auditor;
- (c) to set the number of directors for the ensuing year at five;
- (d) to elect directors to hold office for the ensuing year; and
- (e) to re-approve the Company’s stock option plan, (the “**Option Plan**”) as set out under the heading the “Stock Option Plan” in the attached Information Circular;

The specific details of the foregoing matters to be put before the Meeting, as well as further information with respect to voting by proxy, are set forth in the Information Circular.

A Shareholder who is unable to attend the Meeting in person and who wishes to ensure that such shareholder’s shares will be voted at the Meeting is requested to complete, date and sign the enclosed form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the Information Circular.

We strongly encourage Shareholders to vote their common shares prior to the Meeting by proxy, prior to the proxy cut-off at 11:00 a.m. (Vancouver time) on May 18, 2022, as voting will not be available via telephone on the day of the Meeting.

As set out in the notes, the enclosed proxy is solicited by management, but, you may amend it, if you so desire, by striking out the names listed therein and inserting in the space provided, the name of the person you wish to represent you at the Meeting.

DATED this 14th day of April 2022

By order of the Board of Directors

RAILTOWN CAPITAL CORP.

/s/ “Cameron White”

Cameron White
Director, CEO, President and Corporate Secretary