

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING
OF THE SHAREHOLDERS OF ELYSEE DEVELOPMENT CORP.**

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting (the “**Meeting**”) of the Shareholders of Elysee Development Corp. (hereinafter called the “**Company**” or “**Elysee**”), will be held at the offices of MLT Aikins LLP at 2600 – 1066 West Hastings Street, in the City of Vancouver, Province of British Columbia, on the 23rd day of November, 2022, at the hour of 10:00 a.m. (local time) for the purpose of:

1. receiving the auditor’s report and the audited financial statements of the Company for the fiscal year ended December 31, 2021;
2. fixing the number of Directors of the Company at four (4) and electing Directors as nominated by management for the ensuing year;
3. appointing Lancaster & David, Chartered Professional Accountants as the auditor of the Company for the ensuing year and authorizing the Directors to fix their remuneration;
4. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution of shareholders of the Company, in accordance with the requirements of the TSX Venture Exchange, confirming and approving the new omnibus equity incentive compensation plan; and
5. transacting such other business as may properly come before the Meeting or any adjournment thereof.

The specific details of the matters proposed to be put before the Meeting are set forth in the management information form in respect of the Meeting.

Your vote is important. Please exercise your right to vote by signing and returning the enclosed form of proxy to Computershare Investor Services Inc., 100 University Avenue, 8th Floor, Toronto, Canada, M5J 2Y1. As described in the “Notice and Access” notification mailed to shareholders of the Company, Elysee has opted to deliver its Meeting materials to shareholders by posting them on its website (www.elyseedevelopment.com). The Meeting materials will be available on the Company's website on October 18, 2022 and will remain on the website for one year. The Meeting materials will also be available on SEDAR at www.sedar.com on October 18, 2022. Shareholders who wish to receive paper copies of the Meeting materials may request copies by sending an email to info@elyseedevelopment.com or by phoning (778) 373-1562. For shareholders who wish to receive paper copies of the Circular in advance of the voting deadline, requests must be received no later than November 9, 2022.

Non-registered Shareholders who receive this Notice and Circular from their broker or other intermediary should complete and return the proxy or voting instruction form in accordance with the instructions provided with it. Failure to do so may result in the shares of the non-registered Shareholders not being eligible to be voted at the Meeting.

DATED at Vancouver, British Columbia, this 6th day of October, 2022.

BY ORDER OF THE BOARD

"Stuart Rogers"
Stuart Rogers
President