

**KADESTONE CAPITAL CORP.**

**595 Burrard Street, Suite 2600, Three Bentall Centre  
Vancouver, B.C. V7X 1L3  
Telephone No.: (604) 671-8142**

**NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS**

NOTICE IS HEREBY GIVEN that the Annual General Meeting of shareholders of Kadestone Capital Corp. (the "**Company**") will be held at 7825 Venture St, Burnaby, BC on December 16, 2020 at 10 a.m. (Pacific Standard Time) (the "**Meeting**") for the following purposes:

1. to receive the audited financial statements of the Company for the fiscal year ended December 31, 2019 with auditor's report thereon;
2. to set the number of directors for the ensuing year at five;
3. to elect the directors of the Company for the ensuing year;
3. to appoint the Company's auditor for the ensuing year and to authorize the directors to fix the remuneration to be paid to the Company's auditor;
4. to consider, and if thought fit, to pass an ordinary resolution of shareholders to approve the Company's stock option plan, as more particularly described in the accompanying management proxy information circular of the Company (the "**Information Circular**") and as set out in Schedule "A" to the Information Circular; and
5. to transact such other business as may properly come before the Meeting or any adjournment thereof.

The Information Circular, a form of proxy, a declaration of beneficial ownership and a return card to request financial statements also accompany this Notice of Meeting.

Amid ongoing concerns about the coronavirus (COVID-19) outbreak, the Company remains mindful of the well-being of our shareholders and their families, our industry partners and other stakeholders as well as the communities in which we operate. The Company currently intends on holding an in-person shareholder meeting, with the necessary restrictions set forth in the following paragraph. However, as COVID-19 is a rapidly evolving situation, the Company will continue to monitor and review provincial and federal governmental guidance in order to assess and implement measures to reduce the risk of spreading the virus at the Meeting, which may include potentially adjourning or postponing the Meeting. The Company will provide updates to any arrangements in respect of the Meeting by way of news release. Shareholders are encouraged to monitor the Company's website at [www.Kadestone.com](http://www.Kadestone.com) or the Company's SEDAR profile at [www.sedar.com](http://www.sedar.com), where copies of such news releases, if any, will be posted. The Company reserves the right to take any additional pre-cautionary 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) holding the Meeting virtually or by providing a webcast of the Meeting; (ii) hosting the Meeting solely by means of remote communication; (iii) changing the Meeting date and/or changing the means of holding the Meeting; (iv) denying access to persons who exhibit cold or flu-like symptoms, or who have, or have been in close contact with someone who has, travelled to/from outside of Canada within the 14 days immediately prior to the Meeting; and (v) such other measures as may be recommended by public health authorities in connection with gatherings of persons such as the Meeting.

The Company, in accordance with current public health guidelines, discourages shareholders from physically attending the Meeting, and, in order to ensure as many common shares as possible are represented at the Meeting, strongly encourages registered shareholders to complete the form of proxy and return it as soon as possible in accordance with the instructions outlined in the Circular shareholders who do not hold their Common Shares in their own name are strongly encouraged to complete the voting instruction forms received from their broker as soon as possible and to follow the instructions set out in the accompanying Information Circular. In addition, only registered

shareholders of the Company or their duly appointed proxy holders will be permitted to attend the Meeting. If the situation improves and these restrictions can be lifted, the Company will provide an update as described above.

Only shareholders of record at the close of business on November 12, 2020 will be entitled to receive notice of, and to vote at, the Meeting or any adjournment thereof. Shareholders who are unable to or who do not wish to attend the Meeting are requested to date and sign the enclosed form of proxy promptly and return it in the self-addressed envelope enclosed for that purpose or by any of the other methods indicated in the form of proxy. To be effective, a properly executed proxy must be received by mail or delivered by hand to the Company's transfer agent, Computershare Investor Services Inc. In order to be valid for use at the Meeting, proxies must be received by Computershare Investor Services Inc. at its office at 8th Floor, 100 University Avenue, Toronto, Ontario, M5J 2Y1, at least 48 hours (excluding Saturdays, Sundays and holidays) prior to the time of the Meeting. The time limit for the deposit of proxies may be waived by the board of directors of the Company (the "**Board**") at its discretion, without notice, but the Board is under no obligation to do so. Persons who are beneficial owners of common shares of the Company must complete and return the voting instruction form provided to them by their intermediary (such as a broker, custodian, trustee, nominee) and return it in accordance with the instructions accompanying such voting instruction form.

**Dated** as of the 14<sup>th</sup> day of November, 2020.

BY ORDER OF THE BOARD

*"Michael Geller"*

MICHAEL GELLER  
Chair of the Board of Directors