

COLOURED TIES CAPITAL INC.
(formerly GrowMax Resources Corp.)

Suite 206 - 1045 West 8th Avenue
Vancouver, British Columbia Canada V6H 1C3
Tel: 604 805-4602

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

Notice is hereby given that an in person/telephone conference call annual general and special meeting (the “Meeting”) of shareholders of Coloured Ties Capital Inc. (the “Company”) will be held at Suite 1500 – 1055 West Georgia Street, Vancouver, British Columbia Canada on Friday, September 23, 2022 at 9:30 o’clock a.m. Pacific Time.

Due to ongoing concerns related to the current coronavirus pandemic (“COVID-19”), and in order to mitigate potential risks to the health and safety of the Company’s shareholders, employees and other stakeholders, shareholders are encouraged not to attend the Meeting in person. The Company is offering Shareholders the option to listen and participate (but not vote) at the Meeting in real time by conference call as follows:

Dial by your location

Canada Toll Free:	1-855-244-8677
Canada Toll:	1-416-915-6530
US Toll Free:	1-855-282-6330
US Toll:	1-415-655-0002
Access Code:	95400309

NOTE OF CAUTION Concerning COVID-19

At the date hereof the Company intends to hold the Meeting at the location stated in the Notice of Meeting. However, due to potential unforeseen changes in the ongoing coronavirus COVID-19 outbreak (“COVID-19”), we recommend all shareholders submit votes by sending in a properly completed and signed form of proxy (or voting instruction form) prior to the Meeting following instructions in this Information Circular. The Company reserves the right to take pre-cautionary measures deemed to be appropriate, necessary or advisable in relation to the Meeting in response to changes in COVID-19 including: change of Meeting date, change of Meeting venue or the way in which the Meeting is held, for example by virtual meeting. Should any changes to the Meeting occur, the Company will announce any and all changes by way of news release filed under the Company’s profile on SEDAR at www.sedar.com as well as on our Company website at <https://www.colouredtiescapital.com/>. Please check the Company’s website or SEDAR profile prior to the Meeting for the most current information. In the event of changes to the Meeting format due to COVID-19, the Company will **not** prepare or mail amended Meeting Proxy Materials.

*****DUE TO THE COVID 19 VIRUS, WE ARE REQUESTING THAT ALL SHAREHOLDERS VOTE THEIR SHARES BY PROXY AND AVOID ATTENDING THE MEETING IN PERSON*****

Shareholders who intend to attend the meeting via telephone conference must **submit votes by Proxy ahead of the proxy deadline of 9:30 o’clock a.m. (Pacific Time) on Wednesday, September 21, 2022.** Attendance by telephone conference allows Shareholders to listen to, but not to vote at, the Meeting.

The Meeting is to be held for the following purposes:

1. to table the audited financial statements of the Company together with the auditor’s reports thereon for the years ended September 30, 2021 and September 20, 2020;
2. to fix the number of directors at four (4);
3. to elect the directors to serve until the next annual general meeting of the shareholders of the Company or until their successors are duly elected or appointed;
4. to pass an ordinary resolution appointing Smythe LLP, Chartered Accountants LLP, as the Company’s auditor for the ensuing year;

5. to pass an ordinary resolution of disinterested shareholders to ratify and approve the Company's new form 10% "rolling" share option plan, as more particularly described in the accompanying Information Circular;
6. to pass an ordinary resolution of disinterested shareholders to ratify and approve the Company's fixed restricted share unit plan, as amended, as more particularly described in the accompanying Information Circular;
7. to pass an ordinary resolution of disinterested shareholders to an increase in the number of maximum common shares under the Company's Fixed Restricted Share Unit Plan, as amended, as more particularly described in the accompanying Information Circular.
8. to approve by ordinary resolution of disinterested shareholders, the Royalty Purchase Agreement and transactions contemplated therein, as more particularly described in the accompanying Information Circular.

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting. No other matters are contemplated, however any permitted amendment to or variation of any matter identified in this Notice may properly be considered at the Meeting. The Meeting may also consider the transaction of such other business as may properly come before the Meeting or any adjournment thereof.

The audited consolidated financial statements for financial years ended September 30, 2021 and September 30, 2020, the report of the auditor and the related management discussion and analysis will be made available at the Meeting and are available on www.sedar.com.

Registered shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting are requested to complete, date and sign the enclosed form of proxy, or another suitable form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the Information Circular.

Non-registered shareholders who plan to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form to ensure that their shares will be voted at the Meeting. If you hold your shares in a brokerage account, you are a non-registered shareholder.

Dated at Vancouver, British Columbia, August 18, 2022.

BY ORDER OF THE BOARD

/s/ "Kal Malhi"

Kulwant (Kal) Malhi
Chief Executive Officer