

**CVW CleanTech Inc.**  
**Suite 305, 505 8<sup>th</sup> Avenue SW**  
**Calgary, Alberta T2P 1G2**

**Notice of Annual and Special Meeting of Shareholders**

**NOTICE IS HEREBY GIVEN THAT** the annual and special meeting of Shareholders (the "**Meeting**") of CVW CleanTech Inc. (the "**Company**" or "**CVW CleanTech**") will be held as a virtual only meeting via live audio webcast online at <https://virtual-meetings.tsxtrust.com/1815> on June 27, 2025 at 10:00 a.m. Mountain Standard Time for the following purposes:

- a) to receive and consider the financial statements of the Company for the fiscal year ended December 31, 2024;
- b) to fix the number of directors at six (6) and elect directors for the ensuing year;
- c) to approve the appointment of the auditor and to authorize the directors of the Company to fix the auditor's remuneration;
- d) to approve the plan resolution with respect of the Company's 10% rolling Equity Incentive Plan;
- e) to consider and, if deemed advisable, to pass a resolution approving a change of the Company's business from a "technology issuer" to an "investment issuer" pursuant to the Policy 5.2 – *Changes of Business and Reverse Takeovers* of the TSX Venture Exchange, all as more particularly described in the accompanying information circular;
- f) to consider and, if deemed advisable, to pass a resolution amending the articles of the Company to change the name of the Company from "CVW CleanTech Inc." to "CVW Sustainable Royalties Inc." or such other name as may be determined by the Board of Directors of the Company and as may be acceptable to applicable regulatory authorities, and
- g) to transact such other business as may properly come before the Meeting or any adjournments thereof.

The specific details of the matters proposed to be put before the Meeting are set forth in the management information circular of the Company dated May 14, 2025. The board of directors of the Company has determined that Shareholders registered on the books of the Company at the close of business on May 9, 2025 are entitled to notice of the virtual Meeting and to vote at the virtual Meeting.

The Company will hold its Meeting in a virtual only format. Shareholders will have an equal opportunity to participate at the Meeting online regardless of their geographic location. See "*The Virtual Only Meeting – Attending and Participating at the Meeting*" in the accompanying management information circular of the Company for instructions on how to participate in the Meeting.

Shareholders of the Company who are unable to attend the virtual Meeting are requested to date and sign the enclosed form of proxy and return it in the enclosed envelope. In order to be valid and acted upon at the virtual Meeting, forms of proxy must be returned to the Company's registrar and transfer agent, TSX Trust Company, not later than 48 hours (excluding Saturdays, Sundays and holidays) prior to the commencement of the virtual Meeting or any adjournment thereof. Registered Shareholders of the Company may revoke their proxies by depositing an instrument in writing at the registered office of the Company at any time up to and including the last business day preceding the day of the virtual Meeting or any adjournment thereof or in any other manner permitted by law, including pursuant to the provisions of the *Canada Business Corporations Act*. Registered Shareholders who submit proxies in advance of the Meeting can still attend the Meeting, but will not need to vote. If they do vote at the Meeting, the online vote will revoke their previously submitted proxy.

**DATED** this 14<sup>th</sup> day of May, 2025.

**BY ORDER OF THE BOARD**

*"Darren Morcombe"*

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Darren Morcombe, Chairman of the Board