

## **NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS TO BE HELD ON NOVEMBER 27, 2023**

**NOTICE IS HEREBY GIVEN** that an annual general meeting of the holders (“**Shareholders**”) of common shares of Black Swan Graphene Inc. (the “**Company**” or “**Black Swan**”) will be held virtually by teleconference on Monday, November 27, 2023 at 10:00 a.m. (EST) (the “**Meeting**”), for the following purposes:

1. receiving the Company’s consolidated audited financial statements for the fiscal year ended December 31, 2022, together with the report of the auditor thereon;
2. setting the size of the board of directors of the Company at seven;
3. electing the Company’s board of directors for the ensuing year;
4. appointing McGovern Hurley LLP as auditor for the ensuing year and to authorize the directors to fix the auditor’s remuneration;
5. re-approving the Company’s Omnibus Incentive Plan; and
6. other items of business that may be properly brought before the Meeting.

The nature of the business to be transacted at the Meeting is described in further detail in the management information circular (the “**Circular**”). The Circular is deemed to form part of this notice of Meeting. Black Swan is using the notice and access (“**Notice and Access**”) method for delivering this notice and the Circular to Shareholders. As described in the Notice and Access notification mailed to Shareholders, this notice and the Circular will be available on the Black Swan website at <https://www.blackswangraphene.com/annualmeeting2023/> and on SEDAR+ under Black Swan’s profile at [www.sedarplus.ca](http://www.sedarplus.ca). Alternatively, you may request a copy of this notice and the Circular be mailed to you by calling the toll-free telephone in North American at 1-877-224-8826 or outside North American at 647-805-9353.

Black Swan will be conducting a virtual Meeting. **Shareholders will not be able to attend the Meeting physically.** At the Meeting, registered shareholders, non-registered (or beneficial) shareholders, and their duly appointed proxyholders will be able to participate, ask questions, and vote. Non-registered shareholders must carefully follow the procedures set out in the Circular that accompanies this notice in order to vote at the Meeting. Non-registered shareholders who do not follow the procedures set out in the Circular will nonetheless be able to attend the Meeting but will not be able to ask questions or vote.

Please join the Meeting 5-10 minutes prior to scheduled start time. When prompted, provide the Conference ID. Dial-in particulars are as follows:

<b>North American Toll-Free Dial-in Number:</b>	+1 888-396-8049
<b>Toll Dial-in Number:</b>	+1 416-764-8646
<b>Conference ID:</b>	04436293

The Meeting gives all shareholders an equal opportunity to participate regardless of their geographic location. It should be noted that the majority of shareholders vote in advance of the meeting by proxy and are encouraged to continue to do so as outlined in the Circular. The Meeting does not change voting by proxy. However, those that wish to participate in the Meeting or to appoint a proxy to participate, are encouraged to carefully read the instructions in the Circular and in particular the procedure for appointing yourself or a proxy.

Shareholders registered on the books of the Company at the close of business on October 10, 2023, are entitled to notice, and to vote at the Meeting. To be effective, the form of proxy or voting instruction form must be received by 10:00 am (EST) on November 23, 2023, or not later than 48 hours (excluding Saturdays, Sundays and holidays) prior to the time set for the Meeting or any adjournment thereof.

DATED at Toronto, Ontario as of the 13<sup>th</sup> day of October 2023.

By Order of the Board of Directors

(signed) "*Simon Marcotte*"

Simon Marcotte  
Chief Executive Officer