

Carbeeza

Notice-and-Access Notification to Beneficial Shareholders Annual General and Special Meeting of Carbeeza Inc.

Date & Time

July 15, 2025 at 10:00 a.m (MT)

Location

Virtually by Zoom Webcast

You are receiving this notice as **Carbeeza Inc.** has elected to use the notice-and-access model for delivery of meeting materials to its shareholders who do not hold their common shares in their own name ("beneficial shareholders"). Under notice-and-access, beneficial shareholders receive a voting instruction form enabling them to vote at Carbeeza's Annual General and Special Meeting (the "Meeting"). However, instead of receiving a paper copy of the Management Information Circular (the "Information Circular") and Notice of Meeting (together the "meeting materials"), beneficial shareholders receive this notice with information on how they may access the meeting materials electronically. Beneficial shareholders should follow the instructions below to view the meeting materials on the internet. This communication presents only an overview of the more complete meeting materials that are available to beneficial shareholders on the internet.

MATTERS TO BE VOTED UPON AT THE MEETING

The matters to be considered at the meeting are listed below, as further described in the "Particulars of Matters to Be Acted Upon at The Meeting" section in the Information Circular:

1. Receiving the audited financial statements of Carbeeza for the fiscal year ended December 31, 2024 as well as the Auditor's report on those statements;
2. Approving an ordinary resolution to fix the number of directors of Carbeeza to be elected at the Meeting at three (3);
3. Electing the nominees to the Board of Directors of Carbeeza for the ensuing year;
4. Appointing MNP LLP as auditors of Carbeeza for the ensuing year and to authorizing Carbeeza's directors to fix their remuneration;
5. To consider and if thought appropriate, approve, with or without variation, a special resolution approving the continuance of the Corporation out of the province of Alberta under the *Business Corporations Act* (Alberta), which currently governs its affairs, into the provincial jurisdiction of British Columbia under the *Business Corporations Act* (British Columbia) as more particularly set forth in the accompanying Information Circular;
6. To consider, and if thought appropriate, to approve, with or without variation, an ordinary resolution, as more particularly set forth in the accompanying Information Circular, ratifying and confirming the stock option plan of the Corporation;
7. To consider, and if thought appropriate, to approve, with or without variation, a special resolution to amend the articles of the Corporation to change the name of the Corporation to such name as the directors of the Corporation, in their sole discretion, may determine, as more fully described in the accompanying Information Circular; and,
8. Transacting such other business as may be properly brought before the Meeting or any adjournment(s) thereof.

HOW TO ACCESS THE MEETING MATERIALS ONLINE

You can access the meeting materials on the internet at: <https://www.carbeeza.com/investor-relations> or under Carbeeza's profile at www.sedar.com. **You are reminded to view the meeting materials before voting.**

HOW TO RECEIVE A PAPER COPY

Beneficial shareholders may request a paper copy of the meeting materials by postal delivery at no cost to them by emailing proxy@olympiustrust.com or by calling Toll Free 1-866-668-8379. Requests may be made up to one year from the date the meeting materials are filed on SEDAR. In order to allow reasonable time to be allotted for a beneficial shareholder to receive and review a paper copy of the meeting materials in advance of the proxy deposit date and time as set out in the accompanying voting instruction form, any beneficial holder wishing to request a paper copy of the meeting materials as described above, should ensure such request is received **no later than July 13, 2025**. If you do request a paper copy of the meeting materials, please note that another voting instruction form will not be sent; please retain the enclosed voting instruction form for voting purposes.

HOW TO VOTE

Vote by Telephone or Mail: To vote your common shares by telephone or by mail, please follow the instructions on the enclosed voting instruction form by the deadline noted.

Vote by Internet: To vote your common shares using the Internet, go to www.proxyvote.com and follow the instructions using the control number on your voting instruction form by the deadline noted.

Vote by Facsimile: To vote your common shares via Facsimile, please complete the enclosed voting instruction form and send to **(905) 507-7793 or (514) 281-8911**.

Beneficial shareholders with general questions about notice-and-access may contact Olympia Trust Company, in its capacity as registrar and transfer agent for Carbeeza Inc., Toll Free at 1-866-668-8379