



NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

Notice is hereby given that an Annual General and Special Meeting of the shareholders (the “Shareholders”) of AI/ML Innovations Inc. (“AIML” or the “Company”) will be virtually on Friday, February 21, 2025, at 10:00 a.m. (Pacific time) (the “Meeting”) for the following matters, as more particularly described in the accompanying management information circular dated January 9, 2025 (the “Circular”):

- 1 to receive the Company’s audited financial statements for the financial year ended April 30, 2024;
- 2 to appoint Baker Tilly WM LLP, Chartered Professional Accountants, as auditor of the Company for the ensuing year and authorize the directors to fix the auditor’s remuneration;
- 3 to set the number of directors at three (3);
- 4 to elect the directors of the Company for the ensuing year;
- 5 to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution relating to the approval of the Company’s stock option plan;
- 6 to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution relating to the approval of the restricted share unit and deferred share unit plan of the Company; and
- 7 to transact any other business that may properly come before the Meeting, or any adjournment(s) thereof.

Join the Meeting:

<https://us06web.zoom.us/j/85723367897?pwd=Dbaok5MVdGOKIRFY5kIPJZEqiQe4kF.1>

Webinar ID: 857 2336 7897 | Passcode: 445601

Accompanying this Notice of Meeting (the “Notice”) are: the Circular, which provides additional information pertaining to the matters to be dealt with at the Meeting; and a Form of Proxy or Voting Information Form (the “VIF”).

The Company’s Board has fixed December 30, 2024 as the record date (the “Record Date”) for the determination of Shareholders entitled to notice of, and to vote at, the Meeting and at any adjournment or postponement thereof. Each registered Shareholder at the close of business on the Record Date is entitled to such notice and to vote at the Meeting in the circumstances set out in the Circular.

If you are a *registered Shareholder* of the Company and are unable to attend the Meeting in person, please date and sign the enclosed form of proxy and deliver or mail it in the enclosed envelope to Endeavor Trust Corporation, Suite 702 – 777 Hornby Street, Vancouver, B.C., V6Z 1S4, Attention: Proxy Department, facsimile (604) 559-8908 or email to proxy@endeavortrust.com. In order to be valid and acted upon at the Meeting or any adjournment thereof, proxies must be received at the aforesaid address not later than

48 hours (excluding Saturdays, Sundays and statutory holidays) prior to the time of the Meeting or any adjournment thereof.

If you are a *non-registered Shareholder* of the Company and received this Notice of Meeting and accompanying materials through a broker, a financial institution, a participant, a trustee or administrator of a retirement savings plan, retirement income fund, education savings plan or other similar savings or investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the foregoing that holds your securities on your behalf (in any case, an “**Intermediary**”), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

The Company is using the notice-and-access provisions under the Canadian Securities Administrators’ *National Instrument 54-101 (“Notice and Access Provisions”)* for the delivery of its Circular to its Shareholders for the Meeting. Under Notice and Access Provisions, instead of receiving paper copies of the Circular, Shareholders will be receiving a Notice and Access notification with information on how they may obtain a copy of the Circular electronically or request a paper copy. Registered Shareholders will still receive a Proxy form enabling them to vote at the Meeting. The use of the alternative Notice and Access Provisions in connection with the Meeting helps reduce paper use, as well as the Company’s printing and mailing costs. The Company will arrange to mail paper copies of the Circular to those registered Shareholders who have existing instructions on their account to receive paper copies of the Company’s Meeting materials.

The Circular and other Meeting materials will be available on the Company’s website at www.aiml-innovations.com and will remain on the website for one full year thereafter. Meeting materials are also available upon request, without charge, by email at info@aiml-innovations.ca or by calling toll free at 1-833-751-0882, or can be accessed online under the Company’s profile on SEDAR+ at www.sedarplus.ca as of January 22, 2025.

DATED at Victoria, British Columbia this 9th day of January, 2025

By Order of the Board of Directors

AI/ML Innovations Inc.

(signed) “*Mark Orsmond*”

Mark Orsmond
Executive Chairman

