

NOTICE OF SPECIAL MEETING OF THE SHAREHOLDERS OF WBM CAPITAL CORP.

NOTICE IS HEREBY GIVEN that the special meeting (the “**Meeting**”) of the holders (the “**Shareholders**”) of **WBM CAPITAL CORP.** (the “**Company**”) Common shares (the “**Common Shares**”) will be held on October 1, 2024, at **10:00 AM** (Pacific time) at 1900 – 1040 West Georgia Street, Vancouver, BC V6E 4H3.

The Meeting has the following purposes:

1. to consider, and if thought advisable, to pass a resolution (the “**Consolidation Resolution**”) to approve a share consolidation (the “**Consolidation**”) of all the issued and outstanding Common Shares of the Company on the basis of one post-consolidated Common Share for every 6,000,000 pre-Consolidation Common Shares;
2. to transact such other business as may properly come before the Meeting or at any adjournment or postponement of the Meeting.

Accompanying this Notice is a Management Information Circular (the “**Information Circular**”) containing information relative to the business to be conducted at the Meeting, a form of proxy, a copy of the proposed Consolidation Resolution and a letter of transmittal. Such attachments are supplemental to, and expressly made a part of, this Notice of Meeting.

The record date (the “**Record Date**”) for determination of the Shareholders entitled to received notice of and to vote at the Meeting is August 27, 2024. Only Shareholders whose names have been entered in the register of Shareholders, on the close of business on the Record Date will be entitled to receive notice of and to vote at the Meeting.

Each issued and outstanding Common Share entitles the holder, or another person appointed in writing to exercise that Shareholder’s voting rights by proxy, to one vote at the Meeting. Shareholders who are unable to be present at the Meeting are requested to sign, and return the form of proxy enclosed with the Information Circular.

To be effective, the form of proxy must be received by our agent, Odyssey Trust Company, by the method set out in the form no later than 10:00 AM (Pacific Time) on September 26, 2024 or two business days immediately preceding the date of any postponement or adjournment of the Meeting. The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting.

The Board unanimously believes that the Consolidation is in the best interests of the Company and its Shareholders, and unanimously recommends that you vote in favour of the Consolidation Resolution. Without the prescribed approval of the Shareholders, the Consolidation Resolution cannot be adopted and, as a consequence, the proposed Consolidation cannot take place.

DATED at Vancouver, British Columbia, this 10th day of September, 2024.

ON BEHALF OF THE BOARD OF
WBM CAPITAL CORP.

/s/ “Carlo Rigillo”
CARLO RIGILLO, CEO