

ADVANTEX MARKETING INTERNATIONAL INC.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual and special meeting of shareholders (the “**Meeting**”) of ADVANTEX MARKETING INTERNATIONAL INC. (the “**Company**”) will be held on March 18, 2022, at 10:30 am (Toronto time). **To ensure health safety on account of COVID-19 the Meeting will be held via conference call using the following coordinates 1-(866)-201-0079; participant code; 864 380.**

The purpose of the Meeting is:

1. to present the annual report and audited financial statements of the Company for the fiscal years ended June 30, 2020 and 2021;
2. to elect directors;
3. to appoint auditors;
4. to adopt a special resolution authorizing the consolidation of all of the issued and outstanding common shares of the Company; and
5. to transact such other business as may properly be brought before the Meeting.

As described in the notice and access notification mailed to shareholders of the Company, the Company has decided to deliver this management information circular by posting it to the website (www.meetingdocuments.com/TSXT/ADX). The use of this alternative means of delivery is more environmentally friendly as it will help reduce paper use and the Company’s printing costs. This management information circular will also be available on SEDAR at www.sedar.com. **Shareholders who wish to receive paper copies of the management information circular may request copies (at no cost) by calling toll-free at 1-888-433-6443 or by emailing tsxt-fulfilment@tmx.com prior to March 2, 2022.**

A shareholder may attend the Meeting via conference call or may be represented by proxy. Shareholders who are unable to attend the Meeting, or any adjournment thereof, via conference call are requested to date, sign and return the accompanying form of proxy or VIF for use at the Meeting or any adjournment thereof. To be effective, the enclosed form of proxy or VIF must be returned in the enclosed postage prepaid envelope. Registered holders can also deliver their proxy to the Company’s registrar and transfer agent, TSX Trust Company by mail to P.O. Box 721, Agincourt, ON, Canada, M1S 0A1, or by fax to 1-866-781-3111 or by email at proxyvote@tmx.com, no later than 10.30 am (Toronto time) on Wednesday, March 16, 2022 where there is no adjournment or postponement of the Meeting.

DATED at Markham, Ontario, February 4, 2022

BY ORDER OF THE BOARD OF DIRECTORS

*/s/“Kelly E. Ambrose”
President and Chief Executive Officer*