



DELTA CLEANTECH INC.
(“the Corporation”)
NOTICE OF SPECIAL MEETING

11:30 AM CST, Tuesday, March 12, 2024

NOTICE is hereby given that the Special Meeting of the Corporation will be held on Tuesday, the 12th day of March, 2024 at the hour of 11:30 AM, Central Standard Time (Regina, Saskatchewan time), for the following purposes:

- a) **Private Placement.** To sell and issue, on a non-brokered private placement basis, up to a maximum of 30,000,000 units of the Corporation (each a “**Unit**” and collectively, the “**Units**”) at a price of \$0.02 per Unit for aggregate gross proceeds of up to a maximum of \$600,000 (the “**Offering**”).

Each Unit will be comprised of: (i) one common share of the Corporation (a “**Common Share**”); and (ii) one common share purchase warrant of the Corporation (a “**Warrant**”). Each Warrant shall be exercisable to purchase one additional Common Share at an exercise price of \$0.05 for a period of five years.

The meeting will be held at 002-2305 Victoria Ave, Regina, SK. To attend virtually, go to zoom.us/join and use Meeting ID: **814 2836 6548** and Passcode: **349937**.

The Management Information Circular accompanying this notice contains reference to the procedures to be used by Shareholders who wish to appoint a proxy holder to attend and act at the meeting on their behalf. Shareholders wishing to deposit proxies or vote their shares can do so: a) online using the control number printed on your form of proxy by visiting <https://login.odysseytrust.com/pxlogin> and clicking on vote; b) at the office of the registrar and transfer agent of the Corporation, Odyssey Trust Company, Attn: Proxy Department, Trader’s Bank Building, 702-67 Yonge Street, Toronto, ON, M5E 1J8; c) by email to proxy@odysseytrust.com; d) by mail to or deposited at the head office of the Corporation, #002 – 2305 Victoria Avenue, Regina, Saskatchewan, S4P 0S7; e) by fax to (306) 545-3262; or f) by email to admin@compliancesolution.ca; not less than 48 hours before the Meeting (excluding Saturdays, Sundays and holidays) or any adjournment thereof (**11:30 am CST, Friday, the 8th day of March, 2024**) or by signing another Instrument of Proxy bearing a later date and depositing it, as stipulated above, in default the form of proxy shall not be treated as valid.

Capitalized words bear the meaning ascribed to them in the Corporation’s accompanying Management Information Circular dated February 1, 2024.

DATED at the City of Regina, in the Province of Saskatchewan, this the 1st day of February, 2024.

BY ORDER OF THE BOARD,

“Wayne Bernakevitch”
Wayne Bernakevitch,
Chairman