

DIGIMAX GLOBAL INC.

**200 Cochrane Drive
Unit 1A
Markham, Ontario
L3R 8E7**

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT an annual general and special meeting of shareholders (the "**Meeting**") of DigiMax Global Inc. (the "**Corporation**") will be held on November 28, 2022 at 10:00 a.m. (Toronto time). The Meeting can be accessed by way of live webcast accessible by the following particulars:

Webcast	https://linkstar.marrellitrust.ca/pxlogin
----------------	---

1. to receive the audited consolidated financial statements for the financial years ended January 31, 2021 and 2022, together with the auditor's report thereon;
2. to elect directors of the Corporation;
3. to appoint Clearhouse LLP as the auditors of the Corporation, for the coming financial year and to permit the directors of the Corporation to fix the remuneration for the auditors;
4. to consider and, if thought fit, to approve an ordinary resolution ratifying and approving the Corporation's proposed omnibus equity incentive plan (the "**Omnibus Plan**"). The full text of the ordinary resolution is set out in the accompanying management information circular (the "**Circular**");
5. to consider and, if thought fit, to pass, with or without variation, a special resolution authorizing the Corporation to amend its articles of incorporation to change the name of the Corporation to a name determined by the Board in its sole discretion, as more particularly described in the accompanying Circular; and
6. to transact such other business as may properly be brought before the Meeting or any adjournment or adjournments thereof.

The record date for the determination of shareholders entitled to receive notice of and to vote at the Meeting is October 11, 2022 (the "**Record Date**"). Shareholders whose names have been entered in the register of shareholders at the close of business on the Record Date will be entitled to receive notice of and to vote at the Meeting.

NOTICE-AND-ACCESS

Notice is also hereby given that the Corporation has decided to use the notice-and-access method of delivery of meeting materials for the Meeting for beneficial owners of common shares of the Corporation (the "**Non-Registered Holders**") and for registered shareholders. The notice-and-access method of delivery of meeting materials allows the Corporation to deliver the meeting materials over the internet in accordance with the notice-and-access rules adopted by the Ontario Securities Commission under National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer*. Under the notice-and-access system, registered shareholders will receive a form of proxy and the Non-Registered Holders will receive a voting instruction form enabling them to vote at the Meeting. However, instead of a paper copy of the notice of Meeting, the management information circular, the annual financial statements of the Corporation for the financial

years ended January 31, 2021 and 2022 and related management's discussion and analysis and other meeting materials (collectively the "**Meeting Materials**"), shareholders receive a notification with information on how they may access such materials electronically. The use of this alternative means of delivery is more environmentally friendly as it will help reduce paper use and will also reduce the cost of printing and mailing the Meeting Materials to shareholders. Shareholders are reminded to view the Meeting Materials prior to voting. The Corporation will not be adopting stratification procedures in relation to the use of notice-and access provisions.

Websites Where Meeting Materials Are Posted

Meeting Materials can be viewed online under the Corporation's profile at www.sedar.com or on the Corporation's website at www.digimaxglobal.com (the "**Website**"). The Meeting Materials will remain posted on the Website at least until the date that is one year after the date the Meeting Materials were posted.

How to Obtain Paper Copies of the Meeting Materials

Shareholders may request paper copies of the Meeting Materials be sent to them by postal delivery at no cost to them. Requests may be made up to one year from the date the Meeting Materials are posted on the website. In order to receive a paper copy of the Meeting Materials or if you have questions concerning notice-and-access, please contact the Corporation's transfer agent and registrar, Marrelli Trust Company Limited, by calling toll free at 1-844-682-5888 or by email at info@marrellitrust.ca. **Requests should be received by 4:00 p.m. (Eastern time) on November 14, 2022 in order to receive the Meeting Materials in advance of the Meeting.**

The accompanying management information circular provides additional detailed information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this notice of annual and special meeting. Additional information about the Corporation and its financial statements are also available on the Corporation's profile at www.sedar.com.

DATED at Toronto, Ontario this 11th day of October, 2022.

BY ORDER OF THE BOARD OF DIRECTORS

/s/ "Chris Carl" _____

President and Chief Executive Officer