

## BACTECH ENVIRONMENTAL CORPORATION

20 Eglinton Avenue West, Suite 1820  
Toronto, Ontario, M4R 1K8, Canada

### Notice of the Annual and Special Meeting of Shareholders Thursday, September 16<sup>th</sup>, 2021 at 11:00AM

NOTICE IS HEREBY GIVEN THAT the Annual and Special Meeting of the shareholders (the "Meeting") of BacTech Environmental Corporation (the "Corporation") will be held at the offices of the Transfer Agent as a VIRTUAL MEETING through the following link: <https://rebrand.ly/BacTech2021AGM> on Thursday, September 16<sup>th</sup>, 2021 at 11:00AM (Toronto Time) for the following purposes:

1. To elect the directors for the ensuing year.
2. To appoint the auditors of the Corporation for the ensuing year and authorize the directors to fix their remuneration.
3. To receive the annual report of the Corporation, containing the financial statements of the Corporation for the years ended on December 31, of 2020, 2019 and 2018 and the report of the auditors thereon.
4. To consider and, if deemed advisable, approve, ratify and confirm the ordinary resolution authorizing the establishment of a stock option plan of the Corporation and the issuance of options in the fiscal years ended 2018, 2019 and/or 2020.
5. To consider and, if deemed advisable, by way of an ordinary resolution, approve, consent and/or waive the Corporation's deficiencies with respect to providing notice of and holding its previous annual general meetings, and where applicable a special general meetings.
6. To transact such other business as may properly come before the Meeting or any adjournment thereof.

*Given the continuing public health impact of the COVID-19 pandemic, considerations regarding the health and safety of our employees, shareholders and other stakeholders, as well as public health guidelines to limit gatherings of people, rather than attend the meeting in person, shareholders are strongly encouraged to:*

- *vote your shares by proxy by no later than 11:00 a.m. (Eastern) on Tuesday, September 14, 2021 (see below); and*
- ***do NOT attend the meeting in person and attend the meeting by telephone conference or the equivalent.***  
*attend the meeting by telephone conference or the equivalent.*

Please read the information regarding proxies contained in the accompanying information circular and the notes included with the accompanying instrument of proxy and then complete and return the proxy within the time indicated below. The enclosed proxy is solicited by management of the Corporation, but you may amend it, if you so desire, by striking out the names listed therein and inserting in the space provided the name of the person you wish to represent you at the meeting.

A form of proxy will only be valid if it is duly completed and signed as set out in the form of proxy and deposited with either the Corporation's registrar and transfer agent, TransCanada Transfer Inc., Attn: Proxy Dept., 25 Adelaide St. E., Suite 1301, Toronto Ontario, M5C 3A1 (416) 603-4400 or by scanning the proxy and emailing it to [transcanadatransfer@yahoo.ca](mailto:transcanadatransfer@yahoo.ca) at least 48 hours, excluding Saturdays, Sundays and holidays, prior to the commencement of the Meeting or any adjournment thereof.

DATED at Toronto, August 16, 2021.

BY ORDER OF THE BOARD OF DIRECTORS

*(s) M. Ross Orr*

President, Chief Executive Officer and Director  
**BacTech Environmental Corporation**