

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the “**Meeting**”) of the Shareholders of TechX Technologies Inc. (the “**Company**”) will be held on Wednesday, July 21, 2021 at 10:00am (Vancouver time) via conference call.

To participate, vote or submit questions during the Meeting, please refer to the following dial-in instructions:

Toll Free: 1-866-305-1460 (Canada or USA) Passcode: 4911741

The Meeting will be held for the following purposes:

1. to receive and consider the financial statements of the Company for the year ended February 28, 2021, and the auditor's reports thereon;
2. to consider and, if thought appropriate, to pass, with or without variation, an ordinary resolution appointing Manning Elliott LLP, Chartered Professional Accountants, as the Company's auditor for the ensuing year, at a remuneration to be fixed by the Directors;
3. to set the number of Directors for the ensuing year at five (5);
4. to elect Directors to hold office for the ensuing year;
5. to consider and, if deemed advisable, to pass, with or without variation, a special resolution confirming, ratifying and adopting the Company's new articles, the full text of which is set forth in the accompanying management information circular prepared for the purposes of the Meeting (the “**Information Circular**”); and
6. to transact such other business as may properly be transacted at the Meeting or at any adjournment thereof.

The record date for determination of the Shareholders entitled to receive notice of and to vote at the Meeting is June 16, 2021 (the “**Record Date**”).

If you are unable to attend the Meeting in person, we request that you date, sign, and return the enclosed Form of Proxy to the Company's transfer agent, Odyssey Trust Company, 323 – 409 Granville Street, Vancouver, British Columbia, V6C 1T2, Attention: Proxy Department, in the enclosed self-addressed envelope not less than 48 hours (excluding Saturdays, Sundays, and statutory holidays in the Province of British Columbia) prior to the time set for the Meeting or any adjournment of the Meeting.

If you are a non-registered holder of issued and outstanding common shares of the Company (the “Common Shares”) and have received these materials from your broker or another intermediary, please complete and return the voting instruction form or other authorization form provided to you by your broker or intermediary in accordance with the instructions provided. Failure to do so may affect your eligibility to vote your Common Shares at the Meeting.

The Form of Proxy confers discretionary authority on the proxyholder with respect to: (i) amendments or variations to the matters of business to be considered at the Meeting; and (ii) other matters that may properly come before the Meeting. As of the date hereof, management of the Company knows of no amendments, variations or other matters to come before the Meeting other than the matters set forth in this Notice of Annual General and Special Meeting (the “**Notice of Meeting**”). The Shareholders who plan on returning the accompanying Form of Proxy are encouraged to review the Information Circular carefully prior to submitting the proxy form.

DATED: June 23, 2021

**BY ORDER OF THE BOARD OF DIRECTORS OF
TECHX TECHNOLOGIES INC.**

(signed) “*Peter Green*”

Peter Green
CEO, Chairman and Director
TechX Technologies Inc.