



## NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS OF VIBE GROWTH CORPORATION TO BE HELD ON OCTOBER 24, 2022

**NOTICE IS HEREBY GIVEN** that an Annual General Meeting (the “**Meeting**”) of the holders (the “**Shareholders**”) of voting Common Shares (the “**Common Shares**”) of Vibe Growth Corporation (the “**Corporation**”) will be held solely by means of remote communication by webcast on October 24, 2022 at 9:00 a.m. (Pacific Standard Time). Details on how to register and access the webcast are available at [www.vibebycalifornia.com/AGM](http://www.vibebycalifornia.com/AGM); an overview of the meeting objectives are as follows:

1. to receive the audited financial statements of the Corporation for the year ended December 31, 2021, together with the report of the auditors thereon;
2. to elect directors of the Corporation for the ensuing year;
3. to consider, and if thought appropriate, to pass an ordinary resolution to appoint Davidson & Company LLP as auditors of the Corporation for the ensuing and to authorize the directors to fix the auditors’ remuneration; and
4. to transact such other business as may properly be brought before the Meeting or any adjournment or adjournments thereof.

Shareholders are referred to the accompanying Management Information Circular for more detailed information with respect to the matters to be considered at the Meeting.

### **Record Date**

The Board of Directors has fixed September 23, 2022 as the Record Date for the Meeting. Holders of Common Shares of record at the close of business on September 23, 2022 are entitled to receive Notice of the Meeting and to vote thereat or at any adjournment(s) thereof.

### **Delivery of Proxies**

In order to be represented by proxy at the Meeting, you must complete, date, and sign the enclosed Instrument of Proxy and deliver it to our transfer agent, Odyssey Trust Company. The Instrument of Proxy will not be valid and not be acted upon or voted unless it is completed as outlined in the Instrument of Proxy and the individual has deposited it with Odyssey Trust Company by either (i) email to [proxy@odysseytrust.com](mailto:proxy@odysseytrust.com), (ii) by facsimile to 1-800-517-4553, (iii) by mail to Odyssey Trust Company Trader’s Bank Building 702, 67 Yonge Street, Toronto, ON M5E 1J8 or (iv) by visiting their website at <https://login.odysseytrust.com/pxlogin>, no later than 9:00 a.m. Pacific Standard Time (12:00 p.m. Eastern Standard Time) two business days preceding the date of the Meeting or any adjournment or postponement thereof.

If you are a non-registered holder of 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 result in your Common Shares not being eligible to be voted at the Meeting.

The form of proxy confers discretionary authority 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 Corporation 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 Meeting. Shareholders who are planning on returning the accompanying form of proxy are encouraged to review the Information Circular carefully before submitting the proxy form.

**BY ORDER OF THE BOARD OF DIRECTORS**

*(signed) "Mark Waldron"*

Mark Waldron  
Chief Executive Officer and Director

September 27, 2022