

**SHARC INTERNATIONAL SYSTEMS INC.**

1443 Spitfire Place  
Port Coquitlam, British Columbia Canada V3C 6L4  
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**NOTICE OF AN ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that the annual general meeting (the "**Meeting**") of the holders ("**Shareholders**") of Sharc International Systems Inc. (the "**Company**") will be held at the offices of McMillan LLP, Suite 1500, 1055 West Georgia Street, Vancouver, British Columbia Canada by way of an In Person/Teleconference Call Meeting, on Tuesday, July 5, 2022 at 10:00 am Pacific Time.

While the COVID-19 global health restrictions have been lifted at the time of preparing this Notice of Meeting, due to the uncertainty in the near term, the Company is providing an additional Virtual Participation Option for the Meeting. The Company is offering Shareholders the option to listen and participate (but not vote) at the Meeting in real time by conference call at the following coordinates:

<b>Canada Toll Free:</b>	<b>1 855 244 8677</b>
<b>US Toll Free:</b>	<b>1 855 282 6330</b>
<b>Access Code:</b>	<b>36484756</b>

We reserve the right to take any additional precautionary measures we deem appropriate in relation to the Meeting in response to further developments in respect of the COVID-19 pandemic. Should any changes to the Meeting format occur, the Company will announce any and all changes by way of news release, which will be filed under the Company's profile at [www.sedar.com](http://www.sedar.com). We strongly recommend you check the Company's website <https://www.sharcenergy.com/> prior to the Meeting for the most current information. In the event of any changes to the Meeting format due to the COVID-19 pandemic, the Company will **NOT** prepare or mail amended Meeting materials.

Shareholders who intend to attend the Meeting via teleconference must **submit their votes by Proxy ahead of the proxy deadline of 10:00 a.m. Pacific Time on Thursday, June 30, 2022**. Attendance by teleconference allows Shareholders to listen to, but **NOT** to vote at the Meeting.

The Meeting is to be held for the following purposes:

1. to table the audited consolidated financial statements of the Company for the financial year ended December 31, 2021, the report of the auditor thereon and the related management discussion and analysis;
2. to elect directors of the Company for the ensuing year; and
3. to appoint Davidson & Company LLP, Chartered Professional Accountants, as auditor of the Company for the ensuing year and to authorize the Directors to determine their remuneration.

The record date (the "**Record Date**") for determining the Shareholders entitled to receive notice of and to vote at the Meeting is May 25, 2022. Only 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.

**THE BOARD OF DIRECTORS AND MANAGEMENT REQUEST ALL SHAREHOLDERS VOTE BY PROXY AND NOT ATTEND THE MEETING IN PERSON. A TELECONFERENCE MEETING LINK IS PROVIDED ABOVE.**

In order to be valid and acted upon at the Meeting, proxies must be received not later than 10:00 am (Pacific Time) on Thursday, June 30, 2022 (Pacific Time) or not less than 48 hours (excluding Saturdays, Sundays and statutory holidays) before the time for holding the Meeting or any postponement(s) or adjournment(s) thereof. Failure to so deposit a form of proxy will result in its invalidation. Notwithstanding the foregoing, the chair of the Meeting has the discretion to accept proxies received after such deadline.

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting. No other matters are contemplated, however any permitted amendment to or variation of any matter identified in this Notice may properly be considered at the Meeting. The Meeting may also consider the transaction of such other business as may properly come before the Meeting or any adjournment thereof.

The consolidated financial statements for the year ended December 31, 2021, the report of the auditor and the related management discussion and analysis will be made available at the Meeting and are available on [www.sedar.com](http://www.sedar.com).

Registered shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting are requested to complete, date and sign the enclosed form of proxy, or another suitable form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the Information Circular.

Non-registered shareholders who plan to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form to ensure that their shares will be voted at the Meeting. If you hold your shares in a brokerage account, you are a non-registered shareholder.

DATED at Vancouver, British Columbia, as at May 25, 2022.

**BY ORDER OF THE BOARD**

*/s/ "Lynn Mueller"*

**Lynn Mueller**  
**Chief Executive Officer and Chairman**