

DEEPSPATIAL INC.
(formerly, Aylen Capital Inc.)
77 King Street West, Suite 3000, Toronto, Ontario M5K 1G8
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www.deepspatial.ai

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the annual general (the "**Meeting**") of shareholders (collectively, the "**Shareholders**") of DeepSpatial Inc. (the "**Corporation**") will be held at 77 King Street West, Suite 3000, Toronto, Ontario M5K 1G8 on Tuesday, March 1, 2022 at 10:00 a.m. (Toronto time), for the following purposes:

- (1) to receive the audited financial statements of the Corporation for its fiscal years ended June 30, 2021 and June 30, 2020, the accompanying auditor reports thereon, and related management discussion and analysis;
- (2) to re-elect Rahul Kushwah, Sheldon Kales, Nandan Mishra and Tomas Sipos as directors of the Corporation;
- (3) to appoint Harbourside CPA, LLP as the auditor of the Corporation for the fiscal year ending June 30, 2022 and to authorize the directors to fix remuneration to be paid to the auditors for the fiscal ending June 30, 2022; and
- (4) to transact such other business as may properly come before the Meeting or any adjournment thereof.

The specific details of the matters proposed to be put before the Meeting are set forth in the management information circular (the "**Circular**") accompanying this notice of Meeting (the "**Notice of Meeting**"). The Circular provides further information respecting proxies and the matters to be considered at the Meeting and is deemed to form part of this Notice.

As provided in the *Canada Business Corporations Act*, the directors have fixed a record date of January 21, 2022. Accordingly, persons who are registered as Shareholders on the books of the Corporation at the close of business on January 21, 2022, are entitled to notice and to vote at the Meeting.

A quorum for the Meeting will consist of one or more persons, present in person or represented by proxy, holding in the aggregate not less than 10% of the votes attached to all outstanding common shares of the Corporation entitled to vote at the Meeting. If a quorum is present at the opening of the Meeting, the Shareholders present or represented by proxy may proceed with the business of the Meeting notwithstanding that a quorum is not present throughout the Meeting. If a quorum is not present at the opening of the Meeting, the Meeting may be adjourned.

If you are a non-registered Shareholder of the Corporation and received this Notice of Meeting and accompanying materials through a broker, a financial institution, a participant, or a trustee or administrator of a retirement savings plan, retirement income fund, education savings plan or other similar savings or investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the foregoing that holds your securities on your behalf (each, an "**Intermediary**"), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

IMPORTANT NOTE: In light of the continually evolving news, guidelines and requirements related to COVID-19, the Corporation will be strictly restricting physical access to the meeting to the registered Shareholders and formally appointed proxyholders, and will not be permitting any others (including beneficial holders that hold their shares through an Intermediary) to attend.

We recommend that Shareholders submit a form of proxy or voting instruction form in advance of the Meeting in a timely fashion as described in the accompanying Circular. Due to the restrictions in attendance, we also recommend that Shareholders not appoint a proxyholder to participate in and vote during the Meeting other than the management representatives named in the accompanying Circular, as they would not be able to physically attend the Meeting.

DATED at Toronto, Ontario this 25th day of January, 2022.

BY ORDER OF THE BOARD OF DIRECTORS

/s/ "Rahul Kushwah"

Name: Rahul Kushwah
Title: Chief Executive Officer