

**DEEPSPATIAL INC.**  
**(formerly, Aylen Capital Inc.)**  
**77 King Street West, Suite 3000, Toronto, Ontario M5K 1G8**  
**Telephone: 647 889-6916 Email: Rahul.Kushwahphd@gmail.com**  
**www.deepspatial.ai**

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** the annual general and special meeting (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, December 5, 2023, at 10:00 a.m. (Eastern Standard Time), for the following purposes:

- (1) to receive the audited financial statements of the Corporation for the fiscal years ending June 30, 2023, and June 30, 2022, 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 Kreston GTA LLP, as the auditor of the Corporation, to hold office until the next annual general meeting at a remuneration to be fixed by the directors;
- (4) to re-approve the Corporation's rolling stock option plan as described in the Corporation's accompanying management information circular (the "**Circular**"); and
- (5) 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 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.

**A Shareholder may attend the Meeting in person or may be represented by proxy. Shareholders who are unable to attend the Meeting or any adjournment or postponement thereof in person are requested to date, sign and return the accompanying form of proxy for use at the Meeting or any adjournment or postponement thereof.** To be effective, the enclosed proxy must be deposited with Computershare Trust Company of Canada at 100 University Avenue, Toronto ON M5J 2X1 (the "**Transfer Agent**") not later than 10:00 a.m. (Eastern Standard Time) on Friday, December 1, 2023, or, if the Meeting is adjourned, not later than 48 hours, excluding Saturdays, Sundays and holidays, preceding the time of such adjourned Meeting.

As provided in the *Canada Business Corporations Act*, the directors have fixed a record date of October 24, 2023. Accordingly, persons who are registered as Shareholders on the books of the Corporation at the close of business on October 24, 2023, 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.

This year, as described in the notice and access notification mailed to shareholders of the Corporation, the Corporation has decided to deliver the Meeting materials to shareholders by posting the Meeting materials on the following website: <https://www.deepspatial.ai/investors/> (the “**Website**”). The use of this alternative means delivery is more environmentally friendly as it will help reduce paper use and it will also reduce the Corporation’s printing and mailing costs. The Meeting materials will be available on the Website as of the day of mailing, which is currently scheduled for October 31, 2023, and will remain on the Website for one full year thereafter. The Meeting materials will also be available on SEDAR at [www.sedarplus.ca](http://www.sedarplus.ca).

No shareholders will receive paper copies of the Meeting materials unless they specifically request paper copies. Instead, all shareholders will receive a notice and access notification which will contain information on how to obtain electronic and paper copies of the Meeting materials in advance of the Meeting. In order to receive a paper copy in time to vote before the meeting, your request should be received by November 21, 2023. If you wish to receive a paper copy of the Meeting materials or have questions about notice-and-access, please call:

<b>For Holders with a 15-digit Control Number:</b>	<b>For Holders with a 16-digit Control Number:</b>
Request materials by calling Toll Free, within North America - 1-866-962-0498 or direct, from Outside of North America - (514)982-8716 and entering your control number as indicated on your Voting Instruction Form or Proxy.	Request material by calling, within North America 1-877-907-7643 or direct, from outside North America (303)-562-9305.

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.

**DATED** at Toronto, Ontario this 24<sup>th</sup> day of October 2023.

**BY ORDER OF THE BOARD OF DIRECTORS**

*/s/ "Rahul Kushwah"*

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Name: Rahul Kushwah  
Title: Chief Executive Officer