

TRUTRACE TECHNOLOGIES INC.

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Telephone: 844.656.3629

NOTICE OF ANNUAL GENERAL MEETING

TO THE SHAREHOLDERS:

NOTICE IS HEREBY GIVEN that the annual general meeting (the “**Meeting**”) of shareholders of TruTrace Technologies Inc. (the “**Company**”) will be held via ZOOM, on Friday, November 6, 2020, at the hour of 11:00 a.m. (Vancouver time) for the following purposes:

- (1) to receive the audited financial statements of the Company for the fiscal year ended April 30, 2020, and the accompanying report of the auditors;
- (2) to set the number of directors of the Company at six (6);
- (3) to elect Robert Galarza, Allan O’Dette, Michael Kraft, Pradeep Sood, Cesare Fazari and Cameron Chell as directors of the Company;
- (4) to appoint Dale Matheson Carr-Hilton LaBonte LLP as the auditors of the Company for the fiscal year ending April 30, 2021;
- (5) to authorize the directors of the Company to fix the remuneration to be paid to the auditors for the fiscal year ending April 30, 2021; and
- (6) to transact such further or other business as may properly come before the Meeting and any adjournment or postponement thereof.

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this Notice of Meeting.

The board of directors of the Company has fixed September 9, 2020 as the record date for the determination of shareholders entitled to notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered shareholder at the close of business on that date is entitled to such notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular.

If you are a registered shareholder of the Company and unable to attend the Meeting in person, please vote by proxy by following the instructions provided in the form of proxy at least 48 hours (excluding Saturdays, Sundays and holidays recognized in the Province of British Columbia) before the time and date of the Meeting or any adjournment or postponement thereof.

In view of the current and rapidly evolving COVID-19 outbreak, the Company will not be providing a physical location for shareholders to attend the Meeting in person. As always, the Company encourages shareholders to vote prior to the Meeting. Shareholders are encouraged to vote on the matters before the Meeting by proxy and to join the Meeting by teleconference. To access the Meeting by ZOOM, please join via the following link: <https://us02web.zoom.us/j/83454011608>, or by dialing +1 (778) 907-2071 in Canada or +1 (408) 638-0968 in the United States; Meeting ID: Meeting ID: 834 5401 1608

If you are a non-registered shareholder of the Company 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 Vancouver, British Columbia, this 6th day of October, 2020.

By Order of the Board of Directors of

TRUTRACE TECHNOLOGIES INC.

“Robert Galarza”

Robert Galarza
Chief Executive Officer, interim Chief
Financial Officer and Director

**PLEASE VOTE. YOUR VOTE IS IMPORTANT. WHETHER OR NOT YOU EXPECT TO
ATTEND THE MEETING BY TELECONFERENCE, PLEASE COMPLETE, SIGN AND
DATE THE ENCLOSED FORM OF PROXY AND PROMPTLY RETURN IT IN THE
ENVELOPE PROVIDED.**