



**DUNDEE SUSTAINABLE TECHNOLOGIES INC.**  
**NOTICE OF ANNUAL AND GENERAL MEETING OF SHAREHOLDERS**  
**TO BE HELD ON TUESDAY, JUNE 22, 2021**

**NOTICE IS HEREBY GIVEN** that an Annual and General Meeting (the “**Meeting**”) of the Shareholders of **Dundee Sustainable Technologies Inc.** (the “**Corporation**”) will be held on Tuesday, June 22, 2021 at 10:00 a.m. (Eastern Time) in a virtual-only format, which will be conducted via ZOOM video-conference for the following purposes:

1. To receive the audited consolidated financial statements of the Corporation for the fiscal year ended December 31, 2020, together with the auditors’ report thereon.
2. To appoint PricewaterhouseCoopers, LLP, as auditors of the Corporation for the ensuing year and to authorize the directors to fix their remuneration.
3. To elect directors for the ensuing year.
4. To consider and, if deemed advisable, to adopt a resolution approving the Stock Option Plan of the Corporation; and
5. To transact such other business as may properly be brought before the Meeting.

The details of the matters proposed to be put before the Meeting are set forth in the Management Information Circular (the “Circular”) accompanying this Notice and which is supplemental to and expressly made part of this Notice.

The board of directors (the “Board”) has fixed May 18, 2021 as the record date (the “Record Date”) for determining the shareholders who are entitled to receive notice of and vote at the Meeting.

**In an effort to mitigate the risks associated with COVID-19, and to preserve the health and safety of our communities, shareholders, employees and other stakeholders, we will hold the meeting in a virtual only format (“Virtual AGM”), which will be conducted via a Zoom meeting. Shareholders will have an equal opportunity to participate at the Meeting through this method regardless of their geographic location; however, shareholders who do not complete and delivery a form of proxy or voting instructions from, as applicable, will be unable to vote over the Virtual AGM.**

All shareholders wishing to have questions addressed at the Virtual AGM can submit them in advance to [posorio@dundeetechnologies.com](mailto:posorio@dundeetechnologies.com). The Corporation is committed to addressing appropriate questions submitted by shareholders either during the Virtual AGM or in advance, as timing and circumstances permit.

**LOG IN PROCESS TO THE VIRTUAL AGM**

To attend the Meeting, please use the following link:

<https://us02web.zoom.us/j/86951662638?pwd=OU9DU0dHLL3ZuTWI0UytZSGI4L08wUT09>

**Meeting ID: 869 5166 2638**

**Passcode: 063099**

You can also join by telephone from Canada or the US, using any of the following local numbers:

**From Canada: +1 204 272 7920 / +1 438 809 7799 / +1 587 328 1099 / +1 647 374 4685 / +1 647 558 0588 / +1 778 907 2071**

**From the US: +1 253 215 8782 (Tacoma) / +1 301 715 8592 (Washington DC) / +1 312 626 6799 (Chicago) / +1 346 248 7799 (Houston) / +1 669 900 6833 (San José) / +1 929 205 6099 (New York).**

**Meeting ID: 869 5166 2638**

**Passcode: 063099**

**Registered shareholders and duly appointed proxyholders will be asked to identify themselves before the beginning of the meeting.**

**VOTING BY PROXY**

The timing and process for voting by proxy remained unchanged.

A Proxy Form is enclosed herewith. Registered Shareholders are strongly encouraged to complete, date, sign, and return the enclosed Proxy Form to Computershare Investor Services Inc., Attention Proxy Department by mail or personal delivery to 100 University Avenue, 8th Floor, Toronto, Ontario M5J 2Y1 or by fax to 1-866-249-7775, in either case, **prior to 5:00 p.m. (Toronto time) on June 18, 2021** or, if the Meeting is adjourned or postponed, not less than 48 hours (excluding Saturdays, Sundays and holidays) prior to such adjourned or postponed meeting. Non-Registered Shareholders receiving these materials through their broker or other intermediary should complete and return the voting instruction form provided to them by their broker or other intermediary in accordance with the instructions provided therein.

DATED at Montreal, Quebec, this 18<sup>th</sup> day of May 2021.

**BY ORDER OF THE BOARD OF DIRECTORS**

*(s) Patricia Osorio*

Corporate Secretary