



Refined Energy Corp.
1930 – 1177 West Hastings Street
Vancouver, British Columbia, V6E 3T4
Tel: 604-398-3378

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the **Annual General and Special Meeting** (the “**Meeting**”) of the holders of common shares (“**Shareholders**”) of **REFINED ENERGY CORP.** (the “**Company**”) will be held at **2300 – 550 Burrard Street, Bentall 5, Vancouver, British Columbia, V6C 2B5**, on **Friday, December 13, 2024**, at **10:00 a.m. (Pacific Time)**, for the following purposes:

1. to receive and consider the audited financial statements of the Company, together with the auditor’s report thereon, for the financial years ended June 30, 2024, June 30, 2023, and June 30, 2022;
2. to fix the number of directors to be elected at the Meeting at four (4);
3. to elect directors of the Company to hold office until the next annual meeting of Shareholders;
4. to appoint De Visser Gray LLP, Chartered Professional Accountants, as auditor of the Company for the ensuing year and to authorize the directors of the Company to fix the remuneration to be paid to the auditor;
5. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution to approve the Company’s existing equity incentive plan dated for reference May 2, 2019, including all unallocated awards thereunder, as more particularly described in and appended to the Management Information Circular of the Company dated October 25, 2024 (the “**Circular**”); and
6. to transact such other business as may be properly brought before the Meeting or any adjournment thereof.

Although no other matters are contemplated, the Meeting may also consider the transaction of such other business, and any permitted amendment to or variation of any matter identified in this Notice, as may properly come before the Meeting and any adjournment thereof.

This Notice is accompanied by the Circular, a form of proxy or voting instruction form, and a financial statements request form. The Circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this Notice. Shareholders are advised to review the Circular before voting.

The board of directors of the Company (the “**Board**”) has fixed Friday, October 25, 2024, as the record date (the “**Record Date**”) for determining Shareholders who are entitled to receive notice and to vote at the Meeting. Only Shareholders of record at the close of business on the Record Date will be entitled to vote at the Meeting.

Registered Shareholders unable to attend the Meeting in person and who wish to ensure that their common shares (“**Shares**”) will be voted at the Meeting are requested to complete, date and sign a form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the Circular no later than **December 11, 2024**, at **10:00 a.m. (Pacific Time)**, or at least 48 hours (excluding Saturdays, Sundays and holidays recognized in the Province of British Columbia) before the time and date of any adjournment or postponement of the Meeting.

NOTICE OF MEETING

Non-registered (or beneficial) Shareholders who plan to attend the Meeting must **follow the instructions set out in the voting instruction form**. If you hold your Shares in a brokerage account, you are a non-registered (or beneficial) Shareholder. If voting by proxy, please **carefully follow the instructions of your broker or intermediary in order to ensure your Shares are voted at the Meeting**.

DATED at Vancouver, British Columbia, this **25th** day of **October, 2024**.

BY ORDER OF THE BOARD:

/s/ Mark Fields
Mark Fields
Chief Executive Officer and Director