

IZOTROPIC CORPORATION
c/o Suite 900 – 885 West Georgia Street
Vancouver, BC V6C 3H1
Telephone: 604.542.9458

NOTICE OF ANNUAL GENERAL MEETING

TO THE SHAREHOLDERS:

NOTICE IS HEREBY GIVEN that the annual general meeting (the “**Meeting**”) of shareholders of Izotropic Corporation (the “**Company**”) will be held at 900 – 885 West Georgia Street, Vancouver, BC V6C 3H1 and via teleconference, on Friday, October 2, 2020, at the hour of 10:30 am (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 five (5);
- (3) to elect Robert Thast, Ali Sodagar, Marshall Severyn, John Boone and Ralph Proceviat as directors of the Company;
- (4) to appoint Dale Matheson Carr-Hilton LaBonte LLP, Chartered Professional Accountants, as the auditors of the Company for the fiscal year ending April 30, 2021 and 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;
- (5) to consider and, if thought fit, to approve an ordinary resolution of the shareholders of the Company authorizing an increase in the number of common shares issuable pursuant to the Company’s 2017 Stock Option Plan (the “**Plan**”) from up to an aggregate of 2,049,999 to an aggregate number of common shares reserved for issuance that shall not exceed ten (10%) percent of the total number of issued common shares (calculated on a non-diluted basis) at the time an option is granted;
- (6) to consider and, if thought fit, to approve an ordinary resolution of the shareholders of the Company authorizing an increase in the number of common shares issuable pursuant to the Company’s Long-Term Performance Incentive Plan (the “**LTIP**”) from up to an aggregate of 2,996,549 to an aggregate number of common shares reserved for issuance that shall not exceed ten (10%) percent of the total number of issued common shares (calculated on a non-diluted basis) at the time restricted share units, performance share units and deferred share units are granted; and
- (7) to transact such further or other business as may properly come before the Meeting and any adjournment or postponement thereof.

The accompanying management information circular (the “**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 “**Notice of Meeting**”).

The board of directors of the Company has fixed August 25, 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 by teleconference, 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 asks that shareholders not 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 teleconference, dial toll free at 1.866.512.0904, participant number: 9044718.

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 1st day of September, 2020.

By Order of the Board of Directors of

IZOTROPIC CORPORATION

“Robert Thast”

Robert Thast
President, Chief Executive 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.