

**NOTICE
OF
ANNUAL GENERAL AND SPECIAL MEETING**



NOTICE IS HEREBY GIVEN THAT the annual general and special meeting of the shareholders of Great Oak Enterprises Ltd. (the “Corporation”) will be held virtually through the platform of AGM Connect to facilitate an interactive meeting and live online voting for Registered shareholders and duly appointed Proxyholders on **Friday, October 22 2021, at the hour of 11:30 a.m. (Eastern Time)**.

The meeting can be accessed at www.agmconnect.com/GreatOak2021

Business proposed to be addressed at the meeting is as follows:

- 1) To receive the audited financial statements of the Corporation for the fiscal years ended December 31, 2020, and December 31, 2019;
- 2) To elect directors for the ensuing year;
- 3) To appoint Clearhouse LLP as auditor of the Corporation for the ensuing year;
- 4) To consider and, if thought fit, pass an ordinary resolution to approve the Corporation's stock option plan;
- 5) To consider and, if thought fit, pass a special resolution (the “Name Change Resolution”) to approve a change of name of the Corporation to “Mijem Technologies Corporation.” or such name as may be agreed to and decided by the Corporation’s board of directors;
- 6) To consider and, if thought fit, pass a special resolution (the “Odd Lot Consolidation Resolution”) to effect the consolidation of the Corporation’s outstanding Common Shares on the basis of one (1) post-consolidated Common Share for each four hundred (400) pre-consolidated Common Shares followed by the immediate split of the Corporation’s outstanding Common Shares on the basis of four hundred (400) post-split Common Shares for each one pre-split Common Share (the “Odd Lot Consolidation”);
- 7) To consider and, if thought fit, pass two special resolutions (the “Capital Reorganization Resolutions”) to amend the articles of the Corporation to complete a reorganization of the capital of the Corporation with the following steps: (i) the consolidation (the “Second Consolidation Resolution”) of the Corporation’s outstanding Common Shares on the basis of one (1) post-consolidated Common Share for each 2.8294 (the “Second Consolidation”); and (ii) the creation of four new classes of shares including: (A) a new class of common shares (the New Common Shares”); (B) a new class of shares to be called Class A Shares; (C) a new class of shares to be called Class B Shares; and (D) a new class of shares to be called Class C Shares, all with the rights defined herein; and (iii) to effect an exchange of the Common Shares following the completion of the Net Consolidation on the basis of one (1) New Common Share, three (3) Class A Shares, three (3) Class B Shares and three (3) Class C Shares for each ten (10) post Net Consolidation Common Shares all as more particularly described in the Circular (steps (ii) and (iii) being referred to as the “Share Reorganization” and the special resolution being referred to as the “Share Reorganization Resolution”);
- 8) To consider and, if thought fit, pass a special resolution (the “Clean-Up Resolution”) to approve amendments to the articles of the Corporation to: (i) delete the existing class of preferred shares; (ii) remove restrictions on the transfer of its securities; and (iii) to permit the board of directors to appoint one or more directors, up to a maximum of one-third of the number of directors elected at a meeting of shareholders, to hold office for a term expiring not later than the close of the next annual meeting of shareholders of the Corporation; and,
- 9) Ratify the Corporation’s amended and restated By-Law No.1
- 10) to transact such further and other business as may properly come before the said Meeting or any adjournment of adjournments thereof.

The accompanying information circular provides additional information relating to the matters to be dealt with at the meeting and is deemed to form part of this notice.

If you are unable to attend the meeting in person, please complete, sign and date the enclosed form of proxy or Voter Instruction Form and return the same in the enclosed return envelope provided for that purpose within the time and to the location set out in the form of proxy accompanying this notice.

Section 190(1)(f) of the *Canada Business Corporations Act* (the “CBCA”) provides that any Shareholder affected by the Odd Lot Consolidation Resolution has the right to dissent from the Odd Lot Consolidation Resolution and to be



paid the fair value of their Common Shares in accordance with the terms and conditions of section 190 of the CBCA. This right to dissent is described in the Circular under the heading “Dissent Rights”. The text of section 190 of the CBCA is appended to the Circular as Schedule “D”. Accordingly, Shareholders holding less than 400 Common Shares have the right to dissent from the Odd Lot Consolidation Resolution.

Section 190(2) of the CBCA provides that any Shareholder has the right to dissent from the Share Reorganization Resolution and to be paid the fair value of their Common Shares in accordance with the terms and conditions of section 190 of the CBCA. This right to dissent is described in the Circular under the heading “Dissent Rights”. The text of section 190 of the CBCA is appended to the Circular as Schedule “D”.

Failure to strictly comply with the requirements set forth in section 190 of the CBCA with respect to the Odd Lot Consolidation and the Share Reorganization may result in the loss of any right to dissent. Persons who are beneficial owners of Common Shares registered in the name of a broker, custodian, nominee or other intermediary who wish to dissent should be aware that only the registered holders of Common Shares are entitled to dissent. Accordingly, a beneficial owner of Common Shares desiring to exercise the right to dissent must make arrangements for the Common Shares beneficially owned by such holder to be registered in such holder’s name prior to the time the written objection to the Odd Lot Consolidation Resolution and the Share Reorganization Resolution and the Arrangement Resolution is required to be received by the Corporation or, alternatively, make arrangements for the registered holder of such Common Shares to dissent on behalf of the holder.

DATED this 7th day of September 2021.

BY ORDER OF THE BOARD

“Stephen Coates”

Stephen Coates

Chief Executive Officer