

nDATALYZE CORP.
Suite 1150, 707 – 7 Avenue SW
Calgary, Alberta T2P 3H6

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS TO BE HELD ON
MARCH 14, 2024**

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the “**Meeting**”) of the holders (the “**Shareholders**”) of common shares (“**Shares**”) in the capital of **nDatalyze Corp.** (the “**Corporation**”) will be held at Suite 1150, 707 – 7th Avenue SW, Calgary, Alberta, Canada via teleconference on Thursday, March 14, 2024, at 11:00 a.m. (MST) for the following purposes:

THE BOARD OF DIRECTORS AND MANAGEMENT REQUEST ALL SHAREHOLDERS VOTE BY PROXY AND NOT ATTEND THE MEETING IN PERSON. THE CONFERENCE NUMBER IS PROVIDED BELOW AND IT ENABLES SHAREHOLDERS TO PARTICIPATE IN A VOICE ONLY CONFERENCE CALL.

TO PARTICIPATE, VOTE OR SUBMIT QUESTIONS DURING THE MEETING, PLEASE REFER TO THE FOLLOWING DIAL-IN INSTRUCTIONS:

Dial-in Toll-Free: 1-888-433-2192
Participant Code: 8832221

The Meeting is to be held for the following purposes:

1. to receive the audited consolidated financial statements of the Corporation for the financial year-ended February 28, 2023, the auditor’s report thereon, and the related management’s discussion and analysis;
2. to fix the number of directors of the Corporation (the “**Board**”) to a maximum of seven (7);
3. to elect the directors for the ensuing year;
4. to appoint Kenway Mack Slusarchuk Stewart LLP, Chartered Professional Accountants, as auditors of the Corporation and to authorize the Board to fix the auditors' remuneration;
5. to consider and, if thought advisable, to approve, with or without amendment, an ordinary resolution, to ratify and re-approve the Corporation’s stock option plan, as more particularly described in the accompanying Information Circular; and
6. to transact such other business as may properly be brought before the Meeting, or any adjournment(s) thereof.

Specific details of the matters proposed to be put before the Meeting are set forth in the Information Circular, which accompanies this Notice of Meeting.

Each person who is a Shareholder of record at the close of business on **February 6, 2024** (the “**Record Date**”), will be entitled to notice of, and to attend and vote at the Meeting provided that, to the extent a Shareholder as of the Record Date transfers the ownership of any Shares after such date and the transferee of those Shares establishes that the transferee owns the Shares and demands, not later than 10 days before the Meeting, to be included in the list of Shareholders eligible to vote at the Meeting, such transferee will be entitled to vote those Shares at the Meeting.

In order to be valid and acted upon at the Meeting, proxies must be received not later than **11:00 a.m. (MST) on March 12, 2024**, or not less than 48 hours (excluding Saturdays, Sundays and statutory holidays) before the time for holding the Meeting or any postponement(s) or adjournment(s) thereof. Failure to so deposit a form of proxy will result in its invalidation. Notwithstanding the foregoing, the chair of the Meeting has the discretion to accept proxies received after such deadline.

*Shareholders who are unable to attend the Meeting in person are requested to **COMPLETE AND SIGN THE ACCOMPANYING FORM OF PROXY** and forward it in the enclosed envelope to Odyssey Trust Company, 702, 67 Yonge Street, Toronto, Ontario M5E 1J8, Att: Proxy Department, not later than 11:00 a.m. (MST) on **March 12, 2024**, or 48 hours (excluding Saturdays, Sundays and holidays) prior to the commencement or any adjournment of the Meeting, in order for such proxy to be used at the Meeting, or any adjournment(s) thereof.*

The form of proxy confers discretionary authority with respect to: (a) amendments or variations to the matters of business to be considered at the Meeting; and (b) other matters that may properly come before the Meeting. As at the date hereof, management of the Corporation knows of no amendments, variations or other matters to come before the Meeting other than the matters set out in this Notice of Meeting. Shareholders who are planning on returning the accompanying form of proxy are encouraged to review the Management Information Circular carefully before submitting the form of proxy.

Dated at Calgary, Alberta, February 22, 2024.

BY ORDER OF THE BOARD OF DIRECTORS

nDATALYZE CORP.

(Signed) "*James Durward*"

James M. Durward, Chief Executive Officer