

TELESCOPE INNOVATIONS CORP.

NOTICE OF 2022 ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the 2022 annual general and special meeting (the "**Meeting**") of the holders of common shares (the "**Shareholders**") of Telescope Innovations Corp. (the "**Company**") will be held at the offices of the Cassels Brock & Blackwell LLP at 885 West Georgia Street, Suite 2200, HSBC Building, Vancouver, British Columbia, V6C 3E8 at 3:00 p.m. (Vancouver time) on Thursday, April 28, 2022 for the following purposes:

1. To receive the audited consolidated financial statements of the Company for the fiscal year ended August 31, 2021 and the auditors' report thereon;
2. To appoint Manning Elliott LLP as the auditors for the Company for the ensuing year and authorize the directors to fix the auditors' remuneration;
3. To fix the number of directors to be elected for the ensuing year at five;
4. To elect directors of the Company for the ensuing year;
5. To approve the Company's stock option plan; and
6. To transact such other business as may properly come before the Meeting or any adjournment thereof.

No other matters are contemplated, however any permitted amendment to or variation of any matter identified in this Notice may properly be considered at the Meeting. The Meeting may also consider the transaction of such other business as may properly come before the Meeting or any adjournment thereof.

The Company's board of directors (the "**Board**") has fixed March 17, 2022, as the record date for the determination of Shareholders entitled to notice of and to vote at the Meeting and 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 light of the ongoing novel coronavirus disease (COVID-19) pandemic and in adherence to current government direction and advice (to which the Company will adhere between the date hereof and the date of the Meeting or any adjournment or postponement thereof), the Company is providing Shareholders with an opportunity to attend the Meeting and to vote either in person (subject to applicable restrictions regarding public gatherings) or by proxy at the Meeting. The Company encourages shareholders not to attend the Meeting in person, particularly if they are experiencing any of the described COVID-19 symptoms of fever, cough or difficulty breathing. Access to the Meeting will be limited to essential personnel and registered shareholders and proxyholders entitled to attend and vote at the Meeting. Those attending in person will be required to comply with the then current direction and advice from federal, provincial and municipal levels of government concerning public gatherings. Shareholders should be advised that constantly evolving restrictions on the size of public gatherings are beyond the control of the Company, and attendance at the Meeting in person may be difficult or not permitted. **ACCORDINGLY, THE COMPANY STRONGLY URGES ALL SHAREHOLDERS TO VOTE IN ADVANCE OF THE MEETING BY PROXY.**

The Company reserves the right to take any additional precautionary measures deemed appropriate in relation to the Meeting in response to further developments in respect of the COVID-19 pandemic including, if considered necessary or advisable, hosting the Meeting solely by means of remote communication. Should any such changes to the Meeting format occur, the Company will announce any and all of these changes by way of news release, which will be filed under the Company's profile on the SEDAR website. We strongly recommend you check the Company's profile on the SEDAR website prior to the Meeting for the most current information. In the event of any changes to the Meeting format due to the COVID-19 outbreak, the Company will not prepare or mail amended Meeting materials.

Registered Shareholders are requested to date and sign the enclosed form of proxy (the "**Form of Proxy**") and return it to the Company's transfer agent, Odyssey Trust Company. To be effective, the Form of Proxy must be mailed so as to reach or be deposited with Odyssey Trust Company, at Trader's Bank Building, Suite 702, 67

Yonge St., Toronto, Ontario, Attention: Proxy Department or by fax at (800) 517-4553 not later than forty-eight (48) hours (excluding Saturdays, Sundays and statutory holidays in the Province of British Columbia) prior to the time set for the Meeting or any adjournment or postponement thereof or may be accepted by the Chairperson of the Meeting at his or her discretion prior to the commencement of the Meeting. The Form of Proxy or other instrument used to appoint a proxy shall be executed by the registered Shareholder or its attorney, or if such registered Shareholder is a corporation, under the corporate seal, and executed by a director, officer or attorney thereof duly authorized. Alternatively, a registered Shareholder may complete its Form of Proxy online at <https://login.odysseytrust.com/pxlogin> by following the instructions provided on the Form of Proxy.

If you are an unregistered Shareholder of the Company and received these materials through your broker or through another intermediary, please complete and return the voting instruction form in accordance with the instructions provided to you by your broker or by the other intermediary.

The audited financial statements for the year ended August 31, 2021 report of the auditor and related management discussion and analysis will be made available at the Meeting and are available under the Company's profile on the SEDAR website at www.sedar.com.

DATED at Vancouver, British Columbia, this 17th day of March, 2022.

By Order of the Board of Directors of

Telescope Innovations Corp.

(Signed) "*Jason Hein*"

Jason Hein
Director