

TELESCOPE INNOVATIONS CORP.

NOTICE OF 2023 ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the 2023 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, legal counsel to the Company, at 885 West Georgia Street, Suite 2200, HSBC Building, Vancouver, British Columbia, V6C 3E8 at 10:00 a.m. (Vancouver time) on Tuesday, June 27, 2023 for the following purposes:

1. To receive the audited consolidated financial statements of the Company for the fiscal year ended August 31, 2022 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 May 23, 2023, 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.

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 Street, 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, 2022 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 23rd day of May, 2023.

By Order of the Board of Directors of

Telescope Innovations Corp.

(Signed) “*Jason Hein*”
Jason Hein
Director