



---

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS  
TO BE HELD ON **MAY 16, 2024**

---

**NOTICE IS HEREBY GIVEN** that the **Annual General Meeting** (the “**Meeting**”) of the shareholders (the “**Shareholders**”) of **ALPHAGEN INTELLIGENCE CORP.** (the “**Company**”) will be held at Suite 2300 – 550 Burrard Street, Vancouver, British Columbia on **Thursday, May 16, 2024, at 11:00 a.m. (Pacific Time)** for the following purposes:

1. to receive and consider the audited financial statements of the Company, together with the notes thereto and the auditor’s reports thereon, for the financial years ended June 30, 2023, and June 30, 2022;
2. to fix the number of directors to hold office for the ensuing year at four (4);
3. to elect directors of the Company to hold office for the ensuing year;
4. to appoint DeVisser Gray LLP, Chartered Professional Accountants, as auditor of the Company until the earlier of the close of the next annual meeting of Shareholders or their earlier resignation or replacement, and to authorize the directors of the Company to set the remuneration to be paid to the auditor;
5. to consider, and if deemed advisable, to pass an ordinary resolution to ratify, confirm and approve the Company’s 20% “rolling” Equity Incentive Plan, as more particularly described in the accompanying management information circular dated April 4, 2024 (the “**Circular**”); and
6. to transact such other business as may properly come before the Meeting or any adjournment thereof.

The accompanying Circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this Notice. Shareholders are advised to review the Information Circular before voting.

Although no other matters are contemplated, the Meeting may also consider the transaction of such other business, and any permitted amendment to or variation of any matter identified in this Notice, as may properly come before the Meeting or any adjournment thereof. Accompanying this Notice is a (i) form of proxy or voting instruction form, and (ii) request for financial statements form.

The board of directors of the Company has fixed the close of business on April 4, 2024, as the record date for the determination of Shareholders entitled to receive notice of, and to vote at, the Meeting or any adjournment thereof. Registered shareholders and duly appointed proxyholders wishing to attend, ask questions and vote at the Meeting should follow the teleconference registration process below.

**In order to streamline the Meeting process, the Company encourages Shareholders to vote in advance of the Meeting using the form of proxy or voting instruction form provided with the Circular and submit votes no later than May 14, 2024, at 11:00 a.m. (Pacific Time), the cut-off time for the deposit of proxies prior to the Meeting, or such earlier time as may be directed in the form.**

**DATED** at Vancouver, British Columbia, this 4<sup>th</sup> day of **April, 2024**.

**BY ORDER OF THE BOARD OF DIRECTORS**

*/s/ Brian Wilneff*  
\_\_\_\_\_  
Brian Wilneff  
Chief Executive Officer