

Notice of Annual General Meeting of Shareholders of PODA Holdings, Inc.

When:	Where:
Tuesday, December 14, 2021 11:00 a.m. (Pacific Time)	Main boardroom DLA Piper Suite 2800, Park Place 666 Burrard St, Vancouver, BC V6C 2Z7

At the annual general meeting (the "**Meeting**"), shareholders will be asked to:

- 1) receive the consolidated financial statements for the year ended February 28, 2021 and the auditor's report there;
- 2) set the number of directors at four (4);
- 3) elect the directors;
- 4) appoint Manning Elliott LLP as auditors;
- 5) confirm the Share Compensation Plan; and
- 6) consider any other business that may properly come before the Meeting.

You can read about each item of business starting on page 1 of the management proxy circular (the "**Circular**"), which also has information on voting and about our directors, governance and compensation.

If you were a holder of Subordinate Voting Shares and/or Multiple Voting Shares as of the close of business on October 29, 2021, you have the right to vote at the Meeting.

Your vote is important. All shareholders are encouraged to vote by proxy. To ensure your vote is counted, your proxy must be received by 11:00 am (Pacific Time) on December 10, 2021 (the "**Proxy Deadline**"). Detailed voting instructions for registered and non-registered shareholders begin on page 5 of the Circular.

Notice-and-Access

We are using notice-and-access procedures to deliver our meeting materials to registered and beneficial shareholders. You are receiving this notice with information on how you can access the Circular electronically, along with a proxy – or, in the case of non-registered shareholders, a voting instruction form – for use in voting at the Meeting submitting your voting instructions. Shareholders with existing instructions on their account to receive paper materials will receive paper copies of Meeting materials.

The Circular, proxy, financial statements and management's discussion and analysis are available on our website at <https://poda-holdings.com/2021-agm/> and will remain on the website for at least one full year. You can also access the Meeting materials, financial statements and management's discussion and analysis under PODA's name at www.sedar.com.

The Circular contains important information about PODA and the Meeting. We encourage you to review it prior to voting.

Requests for paper materials should be received at least 7 days in advance of the Proxy Deadline in order to receive the Meeting materials on time.

By order of the Board of Directors,

"Ryan Selby"

Ryan Selby
CEO
November 2, 2021

Want to obtain free paper copies of Meeting materials?

Visit: <https://poda-holdings.com/2021-agm/>

Call: 1-833-879-7632 or 406-879-7632

You will need the control number located on your proxy or voting instruction form.

Not sure if you're a registered shareholder?

See page 5 for more information.