



**SWMBRD SPORTS INC.**

Suite 1450 – 789 West Pender Street  
Vancouver, BC V6C 1H2  
Telephone: 778.870.1497

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING**

TO THE SHAREHOLDERS:

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the “**Meeting**”) of shareholders of SWMBRD Sports Inc. (the “**Company**”) will be held at the offices of suite 1450 – 789 West Pender Street, Vancouver, BC V6C 1H2, on Wednesday, July 20, 2022, at the hour of 10:00 a.m. (Vancouver time) for the following purposes:

- (1) to receive the audited financial statements of the Company for the financial years ended February 28, 2021 and February 28, 2022 and the accompanying reports of the auditors;
- (2) to set the number of directors of the Company at six (6);
- (3) to elect Justin Schroenn, Matthew Schroenn, Gareth Schroenn, Michael Hodge, Frances Petryshen and Chris Kypriotis as directors of the Company to serve until the next annual general meeting of shareholders;
- (4) to ratify the appointment of DeVisser Gray Chartered Professional Accountants as the auditors of the Company for the financial years ended February 28, 2021 and February 28, 2022 and to ratify the remuneration that was paid to the auditors for the financial years ended February 28, 2021 and February 28, 2022;
- (5) to appoint DeVisser Gray Chartered Professional Accountants as the auditors of the Company for the financial year ending February 28, 2023 and to authorize the directors of the Company to fix the remuneration to be paid to the auditors for the financial year ending February 28, 2023;
- (6) to consider and, if thought fit, to approve an ordinary resolution to approve the adoption of a new omnibus equity compensation plan as further described in the Information Circular (the “**Information Circular**”);
- (7) to consider and, if thought fit, to approve an ordinary resolution to ratify, confirm and approve the issuance of 4,000,000 performance warrants to each of Justin Schroenn, Matthew Schroenn, Gareth Schroenn; and

- (8) to transact such further or other business as may properly come before the Meeting and any adjournment or postponement thereof.

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this notice of annual general and special meeting (this “**Notice of Meeting**”).

The board of directors of the Company has fixed June 10, 2022 as the record date for the determination of shareholders entitled to notice of and to vote at the Meeting and at 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 the circumstances set out in the accompanying Information Circular.

If you are a registered shareholder of the Company and unable to attend the Meeting in person, please vote by proxy by following the instructions provided in the form of proxy at least 48 hours (excluding Saturdays, Sundays and holidays recognized in the Province of British Columbia) before the time and date of the Meeting or any adjournment or postponement thereof.

#### **COVID-19**

**In view of the current COVID-19 outbreak, the Company asks that, in considering whether to attend the Meeting in person, you follow the instructions of the Public Health Agency of Canada (<https://www.canada.ca/en/public-health/services/diseases/2019-novel-coronavirus-infection.html>).**

**The Company encourages shareholders not to attend the Meeting in person if experiencing any of the described COVID-19 symptoms of fever, cough or difficulty breathing. The Company may take additional precautionary measures in relation to the Meeting in response to further developments in the COVID-19 outbreak.**

If you are a non-registered shareholder of the Company and received this Notice of Meeting and accompanying materials through a broker, a financial institution, a participant, or a trustee or administrator of a retirement savings plan, retirement income fund, education savings plan or other similar savings or investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the foregoing that holds your securities on your behalf (each, an “**Intermediary**”), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

DATED at Vancouver, British Columbia, this 20th day of June 2022.

By Order of the Board of Directors of

**SWMBRD SPORTS INC.**

“Justin Schroenn”

**JUSTIN SCHROENN**

Chief Executive Officer and Director

**PLEASE VOTE. YOUR VOTE IS IMPORTANT. WHETHER OR NOT YOU EXPECT TO ATTEND THE MEETING, PLEASE COMPLETE, SIGN AND DATE THE ENCLOSED FORM OF PROXY AND PROMPTLY RETURN IT IN THE ENVELOPE PROVIDED.**