



URIEL GAS HOLDINGS CORP.

**NOTICE OF ANNUAL GENERAL & SPECIAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting (the “**Meeting**”) of the shareholders of Uriel Gas Holdings Corp. (hereinafter called the “**Corporation**”) will be held on **January 17, 2024 at 10:00 a.m. (Calgary Time)** at the office of Dentons Canada LLP at 850 2nd Street SW, 15<sup>th</sup> Floor, Calgary, AB T2P 0R8, for the following purposes:

1. **Financial Statements.** To receive the audited financial statements of the Corporation for the financial year ended June 30, 2023 and June 30, 2022, together with the reports of the auditors on those financial statements.
2. **Number of Directors.** To set the number of directors at three (3) for the ensuing year.
3. **Election of Directors.** To elect the board of directors of the Corporation to serve until the next annual meeting of the Corporation or until their successors are duly elected or appointed.
4. **Auditors.** To re-appoint BDO Canada LLP, Chartered Professional Accountants as auditors of the Corporation for the ensuing year, and to authorize the directors to fix their remuneration.
5. **Other Business.** To transact such other business as may properly come before the Meeting or any adjournment thereof.

The specific details of the matters to be considered at the Meeting are set out in the management information circular dated December 13, 2023 (the “**Information Circular**”) and which is incorporated into this Notice. Accompanying this Notice and Information Circular is a form of proxy (“**Proxy**”) or voting instruction form (“**VIF**”) and a reply card for use by shareholders who wish to receive the Corporation’s annual and/or interim financial statements.

**Only shareholders of record at the close of business on December 13, 2023, are entitled to receive notice of and to vote at the Meeting or any adjournment thereof.** Shareholders should review the Information Circular before voting.

Shareholders of the Corporation who are unable to attend the Meeting in person are requested to date and sign the enclosed Proxy and to mail it to or deposit it with Odyssey Trust Corporation, 702 – 67 Yonge Street Toronto ON M5E 1J8 (Attention: Proxy Department), or by email at [proxy@odysseytrust.com](mailto:proxy@odysseytrust.com), by facsimile to 1-800-517-4553 (Attention: Proxy Department) or by internet at <https://vote.odysseytrust.com>. In order to be valid and acted upon at the Meeting, forms of proxy must be received at the aforesaid address or fax not less than 48 hours (excluding Saturdays, Sundays and holidays) before the time set for the holding of the Meeting or any adjournment thereof. Shareholders are cautioned that the use of the mail to transmit proxies is at each shareholder’s risk.

**Only registered shareholders as at December 13, 2023 and their duly appointed proxyholders will be entitled to vote at the Meeting.**

**DATED** at Calgary, Alberta, as of this 13<sup>th</sup> day of December, 2023.

**BY ORDER OF THE BOARD OF DIRECTORS**

*(signed) “Gregory Kaiser”*

Gregory Kaiser  
Chief Executive Officer and Director