

**RDARS INC.**  
2 Covington Road, Suite 507  
North York, Ontario  
M6A 3E2

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

**NOTICE IS HEREBY GIVEN** that an annual general and special meeting (the “**Meeting**”) of the shareholders of **RDARS Inc.** (the “**Corporation**”) will be held on **May 31, 2023**, at 11:00 a.m. (Toronto time) by Zoom videoconference at the following link: <https://us06web.zoom.us/j/82884508860?pwd=SnZCbzhlYmZTYkZ5aG5HZlpuvWRvZz09> for the following purposes:

1. to receive and consider the audited financial statements of the Corporation as at and for the financial years ended November 30, 2022, and the auditor’s report thereon;
2. to elect the directors of the Corporation for the ensuing year, as more particularly described in the accompanying management information circular of the Corporation dated April 25, 2023 (the “**Circular**”);
3. to reappoint Zeifmans LLP, Chartered Professional Accountants as the auditors of the Corporation for the ensuing year and to authorize the board of directors of the Corporation (the “**Board**”) to fix their remuneration;
4. to consider and, if deemed advisable, to pass with or without variation, a special resolution to effect all of the issued and outstanding common shares of the Corporation on the basis of a consolidation ratio to be determined by the Board, in its sole discretion; and
5. to transact such other business as may be properly brought before the Meeting or any postponement or adjournment(s) thereof.

This notice of meeting (the “**Notice**”) is accompanied by: (a) the Circular; and (b) either a form of proxy for registered Shareholders or a voting instruction form (“**VIF**”) for beneficial Shareholders. **The Circular accompanying this Notice is incorporated into and shall be deemed to form part of this Notice.**

The Board has fixed the close of business on April 25, 2023 as the record date (the “**Record Date**”) for the determination of the Shareholders entitled to notice of, and to vote at, the Meeting, and any adjournment(s) or postponement(s) thereof. Only Shareholders of record at the close of business on the Record Date will be entitled to vote at the Meeting. Late proxies may be accepted or rejected by the Chairman of the Meeting at their discretion. The Chairman is under no obligation to accept or reject any late proxy. Non-registered Shareholders who receive these materials through their broker or other intermediary are requested to follow the instructions for voting provided by their broker or intermediary, which may include the completion and delivery of a VIF.

**A Shareholder may attend the Meeting via videoconference or may be represented by proxy. Shareholders who are unable to attend the Meeting or any adjournments or postponements thereof by videoconference are requested to complete, date, sign and return the accompanying form of proxy for use at the Meeting or any adjournments or postponements thereof.** To be effective, the enclosed form of proxy must be received by Endeavor Trust Corporation (“**Endeavor**”) by no later than 11:00 am (Toronto Time) on May 29, 2023, or, in the case of any adjournment or postponement of the Meeting, by no later than 48 hours (excluding Saturdays, Sundays and holidays) before the time for the adjourned or postponed meeting.

The above time limit for deposit of proxies may be waived or extended by the chair of the Meeting at his or her discretion without notice.

**IMPORTANT**

**All Shareholders must vote by submitting their completed form of proxy (or VIF) prior to the Meeting by one of the means described in the Circular accompanying this Notice.**

The accompanying Circular provides additional detailed information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this Notice. Additional information about the Corporation and its financial statements are also available on the Corporation's issue profile on SEDAR at [www.sedar.com](http://www.sedar.com).

**DATED** this 25<sup>th</sup> day of April, 2023.

**BY ORDER OF THE BOARD**

*/s/ "Charles Zwebner"*

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Charles Zwebner  
Chief Executive Officer and Director