



1000 - 1055 W Hastings Street
Vancouver, BC, V6E 2E9
Telephone: (604) 416 1716

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the 2023 annual general meeting (the “**Meeting**”) of shareholders of Scope Carbon Corp. (the “**Company**”) will be held at 510 West Georgia Street, Suite 1800, Vancouver, BC, V6B 0M3 Canada, on Friday, September 1, 2023, at the hour of 3:00 p.m. (Pacific time) for the following purposes:

1. to receive the audited consolidated financial statements of the Company for the financial year ended September 30, 2022 and the accompanying report of the auditor;
2. to elect James Liang, Alan Tam, Sean Prescott, Michael Zenko and Darien Lattanzi as directors of the Company, to serve until the next annual general meeting of the shareholders or until their successors are elected or appointed;
3. to appoint Mao & Ying LLP as the auditor of the Company and to authorize the directors of the Company to fix the remuneration to be paid to the auditor; and
4. to transact such further or other business as may properly come before the Meeting and any adjournment or postponement thereof.

The accompanying management information circular (the “**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 Meeting.

The board of directors of the Company has fixed August 1, 2023 (the “**Record Date**”) as the record date for the determination of holders of common shares in the capital of the Company that are 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 the Record 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 who wishes to vote but are unable to attend the Meeting in person, you must complete, date and sign the accompanying form of proxy and deposit it with the Company’s transfer agent, Endeavor Trust Corporation, 702 - 777 Hornby Street, Vancouver, BC, V6Z 1S4, 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.

If you are a non-registered shareholder of the Company, please complete and return the materials in accordance with the instructions set forth in the accompanying Information Circular.

DATED at Vancouver, British Columbia, this 1st day of August, 2023.

By Order of the Board of Directors of

SCOPE CARBON CORP.

“*James Liang*”

James Liang
Chief Executive Officer