

COLOURED TIES CAPITAL INC.
c/o Suite 1500, 1055 West Georgia Street
Vancouver, British Columbia Canada V6E 4N7
Tel: 604 805-4602

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS
AND
NOTICE-AND-ACCESS NOTIFICATION TO SHAREHOLDERS**

NOTICE IS HEREBY GIVEN that an In Person / Teleconference Call Annual General and Special Meeting (the “**Meeting**”) of the shareholders (the “**Shareholders**”) of Coloured Ties Capital Inc. (the “**Company**”) will be held at Suite 1500, 1055 West Georgia Street, Vancouver, British Columbia, Canada on Monday, October 16, 2023 at 10:00 a.m. (Pacific Time).

The Company is offering Shareholders the option to listen and participate (but not vote) at the Meeting in real time by conference call as follows:

Dial by your location

Canada Toll Free:	1-855-244-8677
Canada Toll:	1-416-915-6530
US Toll Free:	1-855-282-6330
US Toll:	1-415-655-0002
Access Code:	95400309

Should any changes to the Meeting format occur, the Company will announce any and all changes by way of news release, which will be filed under the Company’s corporate profile on SEDAR+ at www.sedarplus.ca. We strongly recommend you check the Company’s website www.colouredtiescapital.com prior to the Meeting for the most current information. In the event of any changes to the Meeting format, the Company will NOT prepare or mail amended Meeting materials.

Shareholders who intend to attend the meeting via telephone conference must **submit votes by Proxy ahead of the proxy deadline of 10:00 a.m. (Pacific Time) on Thursday, October 12, 2023**. Attendance by telephone conference allows Shareholders to listen to, but not to vote at, the Meeting.

Purpose of the Meeting:

1. to table the Company’s consolidated audited financial statements for the financial years ended September 30, 2022 and September 30, 2021, the report of the auditor thereon and the related management discussion and analysis (see section entitled “*Financial Statements*”) in the Information Circular);
2. to elect directors of the Company for the ensuing year (see section entitled “*Election of Directors –Election of Directors*”) in the accompanying Information Circular);
3. to appoint Reliant CPA PC, Certified Public Accountants, as auditors of the Company for the ensuing year at a remuneration to be set by the Directors(see section entitled “*Appointment of Auditor*”) in the accompanying Information Circular;
4. to pass an ordinary resolution, to ratify and approve the Company’s Share Option Plan (see section entitled “*Share Option Plan, as Amended*”), as more particularly described in the accompanying Information Circular;
5. to pass an ordinary resolution, to ratify and approve the Company’s Fixed Restricted Share Unit Plan (see section entitled “*Fixed Restricted Share Unit Plan, as Amended*”), as more particularly described in the accompanying Information Circular;
6. to pass an ordinary resolution of disinterested shareholders, to ratify and approve the granting of stock options in excess of the insider participation limit, as set out under Section 2.5 **Limitations on Participation** of the Share Option Plan and to approve the granting of restricted share units in excess of the insider participation limit, as set out under Section 2.6 **Limitations** of the Restricted Share Unit Plan (see section entitled “*Disinterested Approval Insider Participation Limit under the Share Option Plan and the Fixed Restricted Share Unit Plan*”), all as more particularly described in the accompanying Information Circular;
7. to pass an ordinary resolution of disinterested shareholders, to approve the over granting of restricted share units to Insiders under the Company’s Fixed Restricted Share Unit Plan as a result of the Company’s substantial issuer bid that expired on August 28, 2023, (see section entitled “*Over Grant of Restricted Share Units*”), as more particularly described in the accompanying Information Circular; and
8. to pass an ordinary resolution to adopt new Articles for the Company which would replace the Company’s current Articles (see section entitled “*Adoption of New Articles*”), as more particularly described in the accompanying Information Circular.

The Information Circular contains details of matters to be considered at the Meeting. No other matters are contemplated, however any permitted amendment to or variation of any matter identified in this Notice may properly be considered at the Meeting. The Meeting may also consider the transaction of such other business as may properly come before the Meeting or any adjournment thereof.

Shareholders of record on the Company’s books at the close of business on **Wednesday, August 23, 2023** are entitled to attend and vote at the Meeting or at any postponement or adjournment thereof. Each common share is entitled to one vote.

The Company's consolidated audited financial statements for financial years ended September 30, 2022 and September 30, 2021, the auditor's report thereon, and the related management's discussion will be tabled at the Meeting. The financial statements will be made available at the Meeting and will be available on request to the Company, and may be viewed under the Company's corporate profile on SEDAR+ at www.sedarplus.ca.

Notice and Access

The Company has elected to use the notice-and-access provisions under National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* and National Instrument 51-102 – *Continuous Disclosure Obligations* (together “**Notice-and-Access Provisions**”) for this Meeting. Notice-and-Access Provisions are a set of rules developed by the Canadian Securities Administrators, which reduce the volume of materials that must be physically mailed to Shareholders by allowing the Company to post the Notice of Meeting and Information Circular and any additional materials online. Shareholders will receive a printed form of Notice of Meeting (Notice and Access) and a form of proxy (the “**notice package**”), and, at their option, Shareholders may choose to receive a printed copy of the Information Circular. The Company will not use a procedure known as ‘stratification’ in relation to the use of Notice-and-Access Provisions. Stratification occurs when a reporting issuer using Notice-and-Access Provisions provides a printed copy of the Notice of Meeting and Information Circular to some shareholders with the notice package. In relation to the Meeting, all Shareholders will receive the documentation required under the Notice-and-Access Provisions in the notice package, which will NOT include a printed, paper copy of the Information Circular.

The Notice of Meeting and Information Circular are available for viewing on the Company's website at www.colouredtiescapital.com and under the Company's corporate profile on SEDAR+ at www.sedarplus.ca.

Shareholders are also hereby notified that the Company is using the notice-and-access provisions (“**Notice-and-Access**”) contained in National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* for the delivery to its Shareholders of the Meeting Materials for the Meeting (the “**Meeting Materials**”), which include this Notice and the Information Circular. Under Notice-and-Access, instead of receiving paper copies of the Meeting Materials, shareholders may receive the Meeting Materials electronically or request a paper copy of the Meeting Materials.

The Meeting Materials are available under the Company's corporate profile on SEDAR+ at www.sedarplus.ca and the Company's website at www.colouredtiescapital.com. The Meeting Materials will remain on the Company's website for one year following the date of this Notice. Shareholders are reminded to access and review all the information contained in the Information Circular and other Meeting Materials before voting.

Shareholders may request, without any charge to them, a paper copy of the Meeting Materials. Requests for paper copies may be made using your control number as it appears on your enclosed VIF or Proxy. **To ensure you receive the materials in advance of the voting deadline and meeting date, all requests must be received no later than on Monday, October 2, 2023.** If you do request the current Meeting Materials, please note that another VIF/Proxy will not be sent. Please retain your current one for voting purposes.

For Shareholders who wish to receive paper copies of the Meeting Materials in advance of the voting deadline may call English Toll Free Number: 1-844-916-0609 or French Toll Free Number: 1-844-973-0593. The requested Meeting Materials will be sent to such Shareholders within three business days of their request.

For Shareholders who wish to receive paper copies of the Meeting Materials following the Meeting may call English Toll Free Number: 1-844-916-0609 or French Toll Free Number: 1-844-973-0593. The Meeting Materials will be sent to such Shareholders within ten days of their request. Requests may be made up to one year from the meeting date.

The Information Circular contains details of matters to be considered at the Meeting. Please review it closely before voting.

Shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting are requested to complete, date, and sign the enclosed form of proxy, or another suitable form of proxy, and deliver it by hand or by mail in accordance with the instructions set out in the form of proxy and in the Information Circular.

Non-registered Shareholders who plan to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form and in the Information Circular to ensure that their shares will be voted at the Meeting. If you hold your shares in a brokerage account, you are a non-registered shareholder.

DATED at Vancouver, British Columbia, as at September 1, 2023.

BY ORDER OF THE BOARD

/s/“*Kal Malhi*”

Kulwant Malhi
Chief Executive Officer