


**2022 ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS OF
OMNI-LITE INDUSTRIES CANADA INC.
NOTICE-AND-ACCESS NOTIFICATION TO BENEFICIAL SHAREHOLDERS**



You are receiving this notification as Omni-Lite Industries Canada Inc. (the “**Corporation**”) has decided to use the notice and access model for delivery of meeting materials for its 2022 Annual and Special Meeting of Shareholders (the “**Meeting**”). This notice-and-access notification (“**Notice-and-Access Notification**”) is prepared under the notice-and-access rules that came into effect on February 11, 2013 under National Instrument 54-101 - Communication with Beneficial Owners of Securities of a Reporting Issuer (“**NI 54-101**”). In accordance NI 54-101, and together with this Notice-and-Access Notification, shareholders of the Corporation (“**Shareholders**”) will only receive a proxy or voting instruction form enabling them to vote at the Meeting. Instead of receiving paper copies of the management information circular of the Corporation dated October 19, 2022 (the “**Information Circular**”), the financial statements of the Corporation for the year ended December 31, 2021 (the “**Financial Statements**”), and management’s discussion and analysis of the Corporation’s results of operations and financial condition for 2021 (the “**MD&A**”) (collectively, the “**Meeting Materials**”), Shareholders will receive this Notice-and-Access Notification with information on how they may access the Meeting Materials electronically. The use of this alternative means of delivering the Meeting Materials is more environmentally responsible as it will help reduce paper use and reduce the cost of printing and mailing Meeting Materials to Shareholders.

MEETING DATE AND LOCATION

Time & Date:

11:00 a.m. (Eastern Time)
Wednesday, December 07, 2022

Place:

Peterson McVicar LLP
18 King St E, Suite 902
Toronto, ON M5C 1C4

SHAREHOLDERS WILL BE ASKED TO CONSIDER AND VOTE ON THE FOLLOWING MATTERS:

Number of Directors: Shareholders will be asked to set the number of directors to be elected at the Meeting at five (5). Information may be found in the “Particulars of Matters to be Acted Upon – Set the Number of Directors” section of the Information Circular.

Election of Directors: Shareholders will be asked to elect the directors for the ensuing year. Information may be found in the “Particulars of Matters to be Acted Upon – Election of Directors” section of the Information Circular.

Appointment of Auditor: Shareholders will be asked to appoint MNP LLP as the Corporation’s auditor for the ensuing year, and authorize the Corporation’s directors to fix the auditor’s remuneration. Information may be found in the “Particulars of Matters to be Acted Upon – Appointment of Auditors” section of the Information Circular.

Approval of Stock Option Plan: Shareholders will be asked to consider, and if thought fit, to pass an ordinary resolution providing for the approval of the Corporation’s Stock Option Plan as required by the TSX Venture Exchange. Information may be found in the “Particulars of Matters to be Acted Upon – Approval of Stock Option Plan” section of the Information Circular.

Creation of New Class of Preferred Shares: Shareholders will be asked to consider and, if deemed advisable, to pass, a special resolution authorizing the Corporation to file articles of amendment to create a new class of preferred shares issuable in series. Information may be found in the “Particulars of Matters to be Acted Upon – Creation of New Class of Preferred Shares” section of the Information Circular.

Other Business: Shareholders may be asked to consider other items of business that may be properly brought before the Meeting. Information respecting the use of discretionary authority to vote on any such other business may be found in the “Particulars of Matters to be Acted Upon – Other Matters” section of the Information Circular.

Reference is made to the Information Circular, which contains additional details concerning the matters outlined above.

SHAREHOLDERS ARE REMINDED TO VIEW THE INFORMATION CIRCULAR FOR THE MEETING PRIOR TO VOTING

WEBSITE WHERE MEETING MATERIALS ARE POSTED:

The Meeting Materials may be viewed on the Corporation’s website at:

<https://www.omni-lite.com/> , under “Investors”.

The Meeting Materials may also be viewed on the Corporation’s SEDAR profile at: www.sedar.com

HOW TO OBTAIN PAPER COPIES OF THE MEETING MATERIALS:

Shareholders may request paper copies of the Meeting Materials be sent to them by postal delivery at no additional cost. Requests may be made up to one year from the date of the Information Circular was filed on SEDAR. Shareholders who wish to receive paper copies of the Meeting Materials may request copies by contacting the Corporation via:

Telephone: 1-562-404-8510

Email: info@omni-lite.com

Requests for paper copies of the Meeting Materials must be received by the Corporation by 5:00 p.m. (Toronto time) on December 01, 2022 in order to receive the Meeting Materials in advance of the date of the Meeting.

VOTING:

Voting is facilitated by Computershare Investor Services Inc. (“Computershare”). Registered shareholders are asked to return the accompanying proxy at least forty-eight (48) hours in advance of the Meeting, using one of the following methods:

Internet: www.investorvote.com

Telephone: 1-866-732-VOTE (8683)

Mail: Computershare Investors Services Inc., ATTN: Proxy Dept.
100 University Avenue, 8th Floor, Toronto, Ontario, Canada M5J 2Y1

Non-registered holders are asked to use the voter instruction form provided by your intermediary (bank, trust company or broker) and return it as early as practicable to ensure that it is transmitted on time. It must be received by your intermediary with sufficient time for them to file a proxy by the deadline noted above.

Shareholders with questions about this Notice-and-Access Notification can email the Corporation at info@omni-lite.com or call Computershare toll-free at 1-800-564-6253.