

Waverunner Capital Inc.



**WAVERUNNER CAPITAL INC.
Suite 208 – 828 Harbourside Drive
North Vancouver, BC V7P 3R9
Telephone: (604) 678-8941**

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the “**Meeting**”) of shareholders of Waverunner Capital Inc. (the “**Company**”) will be held at the offices of Blake, Cassels & Graydon LLP, located at Suite 3500, The Stack, 1133 Melville Street, Vancouver, British Columbia on November 13, 2024, at 9:30 a.m. (Vancouver time) for the following purposes:

1. to receive and consider the audited consolidated financial statements of the Company for the financial year ended June 30, 2024, together with the reports of the auditors thereon;
2. to set the number of directors of the Company at four (4);
3. to elect directors of the Company for the ensuing year;
4. to appoint Davidson & Company LLP, Chartered Professional Accountants as auditor of the Company for the ensuing year and to authorize the directors of the Company to fix their remuneration;
5. to consider and, if deemed advisable, pass an ordinary resolution ratifying and approving all unallocated options under the Company’s 10% rolling stock option plan;
6. to consider and, if deemed advisable, pass a special resolution, the full text of which is set out in the management information circular accompanying this Notice of Meeting (the “**Circular**”), authorizing the directors to consolidate the common shares of the Company (the “**Common Shares**”) on the basis of one (1) new post-consolidation Common Share for up to every fifteen (15) currently outstanding Common Shares, as described in the Circular; and
7. to transact such other business as may properly come before the Meeting or any adjournment(s) or postponement(s) thereof.

The accompanying 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 has fixed October 4, 2024 as the record date for determining the shareholders entitled to receive notice of and vote at the Meeting. Shareholders unable to attend the meeting in person are requested to read the enclosed Circular and proxy and complete and deposit the proxy in accordance with its instructions. Non-registered shareholders that receive this Notice of Meeting and accompanying materials through a financial institution or other intermediary must deliver their completed proxy in accordance with the instructions given by their financial institution or other intermediary.

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DATED at Vancouver, British Columbia, this 10th day of October, 2024.

BY ORDER OF THE BOARD

(signed) “Karl Kottmeier”

Karl Kottmeier
President

These securityholder materials are being sent to both registered and non-registered owners of the securities. If you are a non-registered owner, and the issuer or its agent has sent these materials directly to you, your name and address and information about your holdings of securities, have been obtained in accordance with applicable securities regulatory requirements from the intermediary holding on your behalf. By choosing to send these materials to you directly, the Company (and not the intermediary holding on your behalf) has assumed responsibility for (i) delivering these materials to you, and (ii) executing your proper voting instructions. Please return your voting instructions as specified in the request for voting instructions.