METASPHERE LABS INC.

NOTICE AND ACCESS NOTIFICATION TO SHAREHOLDERS
SPECIAL MEETING OF SHAREHOLDERS
TO BE HELD ON MONDAY, JULY 21, 2025

You are receiving this notification because **Metasphere Labs Inc.** (the "**Corporation**") has opted to use the "notice and access" model for the delivery of its management information circular (the "**Information Circular**") to the holders (the "**Shareholders**") of common shares in the capital of the Corporation (the "**Common Shares**") in respect of its special meeting of Shareholders to be held on Monday, July 21, 2025 (the "**Meeting**").

Under "notice and access" instead of receiving paper copies of the Information Circular, Shareholders are receiving this notice with information on how to access the Information Circular electronically. Shareholders will also be receiving a proxy or voting instruction form, as applicable, together with this notification to use to vote at the Meeting.

The use of this alternative means of delivery is more environmentally friendly and more economical. It reduces the Corporation's paper use and it also reduces the Corporation's printing and mailing costs.

MEETING DATE AND LOCATION

WHEN:	Monday, July 21, 2025 10:00 A.M Pacific Time	**WHERE:**	Suite 1890, 1075 West Georgia Street, Vancouver, BC V6E 3C9

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

- **APPROVAL AND RATIFICATION OF STOCK OPTION PLAN:** to consider, and if deemed appropriate, with or without variation, to pass an ordinary resolution of Shareholders to approve and ratify the Company's rolling stock option plan (the "**Option Plan**") for the ensuing three years; See the section entitled "Particulars of Matters to be Acted Upon - Approval and Ratification of Rolling Stock Option Incentive Plan" in the Information Circular.
- **APPROVAL AND RATIFICATION OF RESTRICTED SHARE UNIT PLAN:** to consider, and if deemed appropriate, with or without variation, to pass an ordinary resolution of Shareholders to approve and ratify the Company's rolling restricted share unit plan (the "**RSU Plan**"). See the section entitled "Particulars of Matters to be Acted Upon - Approval and Ratification of Restricted Share Unit Plan" in the Information Circular.
- **APPROVAL AND RATIFICATION OF SHARE CONSOLIDATION:** to consider and, if deemed appropriate, with or without variation, to pass an ordinary resolution, substantially in the form set out in the Information Circular, authorizing and approving the proposed consolidation of the issued and outstanding Common Shares of the Company on the basis of four (4) pre-consolidation Common Shares for one (1) post-consolidation Common Share (the "**Share Consolidation**"), as and when determined by the Board. See the section entitled "Particulars of Matters to be Acted Upon - Approval and Ratification of the Share Consolidation" in the Information Circular.
- **OTHER MATTERS:** to transact such further or other business as may properly come before the Meeting or any adjournment or postponement thereof. See the section entitled "Particulars of Matters to be Acted Upon – Other Matters" in the Information Circular.

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SHAREHOLDERS ARE REMINDED TO REVIEW THE INFORMATION CIRCULAR PRIOR TO VOTING.

WEBSITES WHERE THE INFORMATION CIRCULAR IS POSTED:

The Information Circular can be viewed online under the Corporations profile at www.sedarplus.ca or on the Corporation's website at https://www.metasphere.earth/

The Financial Statement Request Card will be mailed to Shareholders together with the proxy or voting instruction form, as applicable, and this notification to use to vote at the Meeting.

HOW TO OBTAIN PAPER COPIES OF THE INFORMATION CIRCULAR

Shareholders may request paper copies of the Information Circular and other meeting materials. Requests must be made by email to proxy@endeavortrust.com or by calling toll-free at 1-888-787-0888. Requests may be made up to one year from the date the Information Circular was filed on SEDAR+.

For Shareholders who wish to receive paper copies of the Information Circular in advance of the voting deadline, requests must be received **no later than June 11, 2025.** The Information Circular will be sent to such Shareholders within three business days of their request if such requests are made before the Meeting. Following the Meeting, the Information Circular will be sent to such Shareholders within ten days of their request.

Requests must be made by email to proxy@endeavortrust.com or by calling toll-free at 1-888-787-0888.

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VOTING

YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your securities, you must vote using the method set out in the enclosed voting instruction form or proxy.

Registered Holders are asked to return their proxies using the following methods by the proxy deposit date noted on the proxy, which is by 10:00 A.M Pacific Time on Thursday, July 17, 2025:

ONLINE:	Go to www.eproxy.ca and follow the instructions.
EMAIL:	Send to proxy@endeavortrust.com
FACSIMILE:	Fax to Endeavor Trust Corporation. at 604-559-8908.
MAIL:	Complete the form of proxy or any other proper form of proxy, sign it and mail it to: Endeavor Trust Corporation Suite 702, 777 Hornby Street, Vancouver, BC V6Z 1S4

Beneficial Holders are asked to return their voting instructions using the following methods at least one business day in advance of the proxy deposit date noted on your voting instruction form:

INTERNET:	Go to proxyvote.com and follow the instructions.
MAIL:	Complete the voting instruction form, sign it and mail it in the envelope provided.

Shareholders with questions about notice and access can call toll free at 1-888-787-0888.