COMPREHENSIVE HEALTHCARE SYSTEMS, INC.
515 Plainfield Ave, Suite 103
Edison, NJ 08817

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an Annual General and Special Meeting (the "**Meeting**") of the holders ("**Shareholders**") of common shares (the "Common Shares") of Comprehensive Healthcare Systems, Inc. (the "**Company**") will be held at the offices of Vantage Law Corporation, Suite 430 – 605 Robson Street, Vancouver, BC at 11:00 a.m. (Pacific time) (12:00 noon (Alberta time)) on February 18, 2025 for the following purposes:

1. to receive the audited annual consolidated financial statements of the Company, together with the auditor's report thereon, for the year ended December 31, 2023 compared to the year December 31, 2022;

2. to fix the number of directors to be elected at the Meeting and for the ensuing year at four (4);

3. to elect the directors of the Company until the next annual general meeting of the Company;

4. to appoint MNP LLP as the auditor of the Company until the next annual general meeting of the Company and to authorize the directors of the Company to fix their remuneration;

5. to pass, with or without variation, an ordinary resolution of disinterested shareholders to approve the revision and re-adoption of the Company's existing equity incentive compensation plan as a "fixed 20%" plan, subject to the approval of the TSX Venture Exchange, as more particularly described in the accompanying Information Circular;

6. to pass, with or without variation, a special resolution to approve the consolidation of the Company's issued and unissued common shares on the basis (the "Consolidation Ratio") of up to twenty (20) pre-consolidation common shares for one (1) post-consolidation common share, or such lesser Consolidation Ratio as the Board of Directors may in its absolute discretion deem advisable, as more particularly described in the accompanying Information Circular;

7. to pass, with or without variation, an ordinary resolution of disinterested shareholders, to approve a private placement subscription and shares for debt transaction by Karan Pal Singh and Nameh Hotels and Resorts Limited, a company owned and/or controlled by Mr. Singh, and the resulting creation of a Control Person, as more particularly described in the accompanying Information Circular;

8. to transact such other business as may properly be brought before the Meeting or any adjournment(s) or postponement(s) thereof.

The nature of the business to be transacted at the Meeting is described in further detail in the Information Circular, which shall be deemed to form part of this Notice.

Only Shareholders of record of the Common Shares at the close of business on December 30, 2024 (the "Record Date"), are entitled to notice of and to attend the Meeting or any adjournments thereof and to vote thereat.

Registered shareholders unable to be present at the Meeting are requested to date and sign the enclosed form of proxy and return it to TSX Trust Company ("**TSX Trust**") at 300 - 100 Adelaide St. West Toronto, Ontario, M5H 1S3, or via the internet at www.voteproxyonline.com, by no later than 11:00 a.m. (Pacific time) (2:00 p.m. (Toronto time)) on February 13, 2025, or, if the Meeting is adjourned, not later than 48 hours (excluding Saturdays, Sundays and holidays) before the time of the adjourned or postponed meeting.

Beneficial shareholders who receive these materials through their broker or other intermediary should complete and send the form of proxy in accordance with the instructions provided by their broker or intermediary. To be effective, a proxy must be received not later than forty-eight (48) hours, excluding Saturdays, Sundays and holidays, prior to the time of the Meeting or any postponement or adjournment thereof.

Please note that the Company is not utilizing the notice-and-access mechanism under National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* and National Instrument 51-102 – *Continuous Disclosure Obligations*, for distribution of Meeting materials to registered and beneficial shareholders.

DATED at Edison, New Jersey, this 13th day of January, 2025.

BY ORDER OF THE BOARD OF DIRECTORS

"Chris Cosgrove"

Chris Cosgrove
Chief Executive Officer & Director