**A-LABS CAPITAL V CORP.**

**NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that an annual and special meeting (the "**Meeting**") of the shareholders (each, a "**Shareholder**") of A-Labs Capital V Corp. (the "**Company**" or "**ALAB**") will be held on June 30, 2023 at the hour of 9:00 a.m. (Eastern time), by virtual zoom meeting, for the following purposes:

1. to receive and consider the audited financial statements of the Company for the fiscal year ended December 31, 2022, and the report of the auditors thereon;
2. to elect the directors of the Company to hold office until the next annual meeting of the shareholders of the Company;
3. to re-appoint the auditors of the Company and to authorize the directors to fix their remuneration;
4. to approve and confirm the stock option plan of the Company; and
5. to transact any other business as may properly be brought before the Meeting, or any adjournment or postponement thereof

A shareholder wishing to be represented by proxy at the Meeting or any adjournment thereof must deposit his, her or its duly executed form of proxy with the Company's transfer agent and registrar, TSX Trust Company, at Suite 301, 100 Adelaide Street West, Toronto, Ontario M5H 4H1, by facsimile to 416-595-9593 or electronically at www.voteproxyonline.com and pursuant to any instructions contained in the proxy not later than 9:00 a.m. (Eastern time) on June 28, 2023 or, if the Meeting is adjourned, not later than 48 hours, excluding Saturdays, Sundays and holidays, preceding the time of such adjourned meeting.

Shareholders who are unable to attend the Meeting virtually, are requested to date, complete, sign and return the enclosed form of proxy so that as large a representation as possible may be had at the Meeting.

The board of directors of the Company has by resolution fixed the close of business on May 24, 2023, as the record date, being the date for the determination of the registered holders of common shares of the Company entitled to receive notice of, and to vote at, the Meeting and any adjournment thereof.

The accompanying management information circular provides additional detailed 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 annual and special meeting. Additional information about the Company and its financial statements are also available on the Company's profile at www.sedar.com.

**DATED** at Toronto, Ontario, this 2nd day of June, 2023.

**ON BEHALF OF THE BOARD OF DIRECTORS**
**OF A-LABS CAPITAL V CORP.**

By: (s) *"Rita Alter"*
Chief Executive Officer & Director