

SAYWARD CAPITAL CORP.

**1900, 520 – 3rd Avenue SW
Calgary, Alberta
T2P 0R3**

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

TAKE NOTICE that the annual general and special meeting (the “**Meeting**”) of holders (“**Shareholders**”) of Common shares (the “**Common Shares**”) in the capital of Sayward Capital Corp. (the “**Corporation**”) will be held at 1900, 520 3rd Ave SW, Calgary, AB, T2P 0R3 and by web conference at <https://blgmeet.webex.com/blgmeet/j.php?MTID=ma20dedd87aecf89b3628f04143b4af42> (password: 3PFexMvPr85 (37339687 from phones)) on November 2, 2021 at 10:00 a.m. (Calgary time), as it may be postponed or adjourned.

Accompanying this Notice are materials delivered in connection with the Meeting including:

- the management information circular of the Corporation, dated October 5, 2021 (the “**Circular**”); and
- a form of proxy.

The Corporation and 2372845 Alberta Ltd., a wholly-owned subsidiary of the Corporation, have entered into an amalgamation agreement dated September 20, 2021 with Field Safe Solutions Inc. (“**Field Safe**”) in respect of a proposed business combination with Field Safe (the “**Qualifying Transaction**”). **The Qualifying Transaction does not require Shareholder approval.** However, the Qualifying Transaction is very important to the Corporation and certain matters to be considered at the Meeting are necessary in order to prepare the Corporation to complete the Qualifying Transaction. All references herein to the “**Resulting Issuer**” refer to the Corporation after completion of the Qualifying Transaction.

The Meeting will be for the following purposes:

1. to receive the audited annual financial statements for the period from incorporation to December 31, 2020;
2. to fix the number of directors of the Corporation to be elected at the Meeting as more particularly described in the Circular;
3. to elect the directors of the Corporation as more particularly described in the Circular;
4. to appoint MNP LLP as the auditor of the Corporation until the earlier of the close of the next annual meeting of shareholders of the Corporation or their earlier resignation or replacement, and to authorize the directors of the Corporation to fix the auditors’ remuneration;
5. to consider and, if deemed advisable, to pass, with or without variation, a special resolution authorizing the amendment of the articles of the Corporation to effect the change of the Corporation’s name to “Field Safe Solutions Ltd.”, or such other name as the board of directors, in its sole discretion, deems appropriate or as may be required or permitted by applicable regulatory authorities;

6. to consider and, if deemed advisable, to pass, with or without variation, a special resolution authorizing a consolidation of the outstanding Common Shares of the Corporation (the “**Consolidation**”) as more particularly described in the Circular;
7. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution approving the option plan of the Corporation;
8. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution approving the adoption of an amended and restated by-law no. 1; and
9. to transact such other business as may properly come before the Meeting or any adjournment thereof.

The full text of resolutions in respect of special business can be found in the Circular.

If you are a Shareholder of record of the Corporation at the close of business on September 28, 2021, you are entitled to receive notice of, participate in, and vote at the Meeting. We encourage you to vote your Common Shares and participate in the Meeting.

Due to the ongoing concerns related to the spread of the coronavirus (COVID-19) and in order to protect the health and safety of Shareholders, employees, other stakeholders and the community, Shareholders are strongly encouraged to listen to the Meeting via web conference instead of attending the Meeting in person and to vote on the matters before the Meeting by proxy.

We ask that Shareholders also review and follow the instructions of any health authorities of Canada, the Province of Alberta, the City of Calgary and any other place you must travel through to attend the Meeting. Please do not attend the Meeting in person if you are experiencing any cold or flu-like symptoms, or if you or someone with whom you have been in close contact has travelled to or from outside of Canada within the 14 days immediately prior to the Meeting or any adjournment thereof. All Shareholders are strongly encouraged to vote by submitting their completed form of proxy (or voting instruction form) prior to the Meeting by one of the means described in the Circular accompanying this Notice.

The Corporation reserves the right to take any additional precautionary measures deemed to be appropriate, necessary or advisable in relation to the Meeting in response to further developments in the COVID-19 pandemic and in order to ensure compliance with federal, provincial and local laws and orders including, without limitation: (i) holding the Meeting virtually or by providing a webcast of the Meeting; (ii) hosting the Meeting solely by means of remote communication; (iii) changing the Meeting date and/or changing the means of holding the Meeting; (iv) denying access to persons who exhibit cold or flu-like symptoms, or who have, or have been in close contact with someone who has, travelled to or from outside of Canada within the 14 days immediately prior to the Meeting or any adjournment thereof; and (v) such other measures as may be recommended by public health authorities in connection with gatherings of persons such as the Meeting. Should any such changes to the Meeting format occur, the Corporation will announce any and all of these changes by way of news release, which will be filed under the Corporation’s profile on SEDAR at www.sedar.com. We strongly recommend that you review the Corporation’s profile on SEDAR at www.sedar.com prior to the Meeting for the most current information. In the event of any changes to the Meeting format due to the COVID-19 pandemic, the Corporation will not prepare or mail amended materials in respect of the Meeting.

The Board has approved the contents of the Circular. Please review the Circular, as it contains important information about the Meeting, the items of business, and explains who can vote and how to vote.

DATED October 5th, 2021.

BY ORDER OF THE BOARD

(signed) “*Rick Manhas*”

Rick Manhas
Director, Chief Executive Officer, President, Chief Financial Officer & Corporate Secretary
Sayward Capital Corp.