NOTICE OF ANNUAL GENERAL & SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual General & Special Meeting (the "**Meeting**") of shareholders ("**Shareholders**") of Northstar Clean Technologies Inc. (the "**Company"**) will be held at the following date and location to consider resolutions for the purposes set forth below:

Meeting Date: **Monday, June 29, 2026 at 3:00 p.m. (Vancouver time)**

Location: **Fasken Martineau DuMoulin LLP, 550 Burrard Street, Suite 2900, Vancouver, British Columbia, V6C 0A3**

Purpose of Meeting:

1. to receive and consider the comparative financial statements of the Company for the financial year ended December 31, 2025, together with the report of the auditor thereon, as more particularly described under the heading "*Financial Statements*" in the accompanying Management Information Circular (the "**Information Circular**");
2. to set the number of directors at six (6), as more particularly described under heading "*Setting Number of Directors*" in the Information Circular;
3. to elect directors for the ensuing year, as more particularly described under heading "*Election of Directors*" in the Information Circular;
4. to appoint MNP LLP as auditor of the Company for the ensuing year and to authorize the directors to determine the remuneration to be paid to the auditor, as more particularly described under heading "*Appointment of Auditor*" in the Information Circular;
5. to consider and, if thought fit, pass an ordinary resolution of Shareholders approving the adoption of the Company's 2026 incentive plan, as more particularly described in the Information Circular under the heading "*Particulars of Other Matters to be Acted Upon – Approval of 2026 Incentive Plan*"; and
6. to transact such other business as may properly come before the Meeting or any adjournment(s) or postponement(s) thereof.

Accompanying this Notice is the Information Circular, an Instrument of Proxy (or a voting instruction form if you hold common shares through a broker or other intermediary) and a Financial Statement Request Form. The Information 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.

Your vote is very important to us. Registered Shareholders are entitled to vote at the Meeting or in advance of the Meeting by dating, signing and returning the enclosed form of proxy for use at the Meeting or any adjournments or postponements thereof. A proxy will not be valid unless it is deposited by mail to Odyssey Trust Company, Suite 702, 67 Yonge Street, Toronto, Ontario, M5E 1J8 (Attn: Proxy Department), by internet (https://login.odysseytrust.com/pxlogin), by email at proxy@odysseytrust.com or by fax to Odyssey Trust Company, Attn: Proxy Department at 1-800-517-4553 (toll-free within Canada and the U.S.) or 1-416-263-9524 (international) not less than forty-eight (48) hours (excluding Saturdays, Sundays and holidays) before the time fixed for the Meeting or any adjournment thereof.

If you are a non-registered Shareholder of the Company and received this Notice and accompanying materials through a broker, a financial institution, a participant, or a trustee or administrator of a retirement savings plan, retirement income fund, education savings plan or other similar savings or investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the foregoing that holds your securities on your behalf (each, an "**Intermediary**"), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

DATED at Vancouver, British Columbia, this 27th day of May, 2026.

BY ORDER OF THE BOARD OF DIRECTORS OF
NORTHSTAR CLEAN TECHNOLOGIES INC.

*/s/ "Aidan Mills"*______________________________
Aidan Mills, President, CEO & Director