MICHICHI CAPITAL CORP.

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS TO BE HELD ON MARCH 2, 2026

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the "**Meeting**") of the holders (the "**Shareholders**") of common shares ("**Common Shares**") of Michichi Capital Corp. (the "**Company**") will be held at Vintage Tower II, 326 11th Ave SW, Conference Centre Main Floor, Calgary, AB T2R 0C5 at 10:30 a.m. (Calgary time) on March 2, 2026, for the following purposes:

1. to receive the audited financial statements of the Company for the financial year ended December 31, 2024, together with the notes thereto and the auditors' report thereon;
2. to fix the number of directors to be elected at the Meeting at three (3);
3. to elect the board of directors of the Company (the "**Board**") to hold office until the next annual meeting of the Shareholders or until their successors are duly elected or appointed;
4. to re-appoint KPMG LLP, Chartered Professional Accountants, as auditors of the Company for the ensuing year at such remuneration as may be fixed by the Board;
5. to ratify and approve the Company's stock option plan (the "**Plan**") and authorize the directors to make such changes to the Plan as may be required by the TSX Venture Exchange without further Shareholder approval; and
6. to transact any other business as may properly be brought before the Meeting or any adjournment(s) or postponement thereof.

The details of all matters proposed to be put before the Shareholders at the Meeting are set forth in the management information circular ("**Information Circular**") of the Company accompanying this Notice of Annual General and Special Meeting.

A Shareholder may attend the Meeting in person or may be represented by proxy. Shareholders who are unable to attend the Meeting or any adjournment thereof in person are requested to date, sign and return the accompanying form of proxy for use at the Meeting or any adjournment thereof. To be valid, the proxy must be received by Computershare Trust Company of Canada, Proxy Department, 320 Bay Street, 14th Floor, Toronto, Ontario, M5H 4A6 (Attention: Proxy Department), not later than forty-eight (48) hours (excluding Saturdays, Sundays, and statutory holidays) prior to the Meeting or any adjournment or postponement thereof. Registered Shareholders may also use the Internet (www.investorvote.com) to vote their Common Shares.

If you are an unregistered Shareholder and received these materials through your broker or another intermediary, please complete and return the form of proxy or voting instruction form provided to you by such broker or through another intermediary, in accordance with the instructions provided. Late forms of proxy may be accepted or rejected by the Chairman of the Meeting in his sole discretion and the Chairman is under no obligation to accept or reject any particular late form of proxy.

The form of proxy confers discretionary authority with respect to: (i) amendments or variations to the matters of business to be considered at the Meeting; and (ii) other matters that may properly come before the Meeting. As of the date hereof, management of the Company knows of no amendments, variations, or other matters to come before the Meeting other than the matters set forth in this Notice of Annual General and Special Meeting. Shareholders who are planning on returning the accompanying form of proxy are encouraged to review the Information Circular carefully before submitting the proxy form.

The record date for determination of the Shareholders entitled to receive notice of and to vote at the Meeting is January 23, 2026 (the "**Record Date**"). Only the Shareholders whose names have been entered in the register of Common Shares on the close of business on the Record Date will be entitled to receive notice of and to vote at the Meeting.

DATED as of January 30, 2026.

BY ORDER OF THE BOARD OF DIRECTORS OF MICHICHI CAPITAL CORP.

"/s/ Elson McDougald"

Elson McDougald
Chief Executive Officer, Chief Financial Officer, President, Corporate Secretary and Director
Michichi Capital Corp.