



NOTICE AND ACCESS NOTIFICATION TO SHAREHOLDERS

ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

You are receiving this notification because **FOBI AI Inc.** (the “**Company**” or “**FOBI**”) has decided to use the notice and access model for the delivery of meeting materials to its shareholders in respect of its Annual General and Special Meeting of Shareholders to be held on **December 29, 2023** (the “**Meeting**”). Under notice and access, instead of receiving paper copies of the Company’s notice of meeting and information circular (the “**Information Circular**”) (collectively, the “**Meeting Materials**”) shareholders are receiving this Notice and Access Notification (“**Notification**”) with information on how they may access the Meeting Materials electronically. Together with this Notification, shareholders will receive a proxy or a voting instruction form, as applicable, allowing shareholders to vote by proxy so their votes will be counted in the resolution votes at the Meeting. This alternative means of delivery is an environmentally responsible and cost-effective way to deliver Meeting Materials to the Company’s shareholders.

MEETING DATE AND LOCATION

WHEN: 10:00 a.m. on December 29, 2023 **WHERE:** Virtually via Zoom Meeting (see link below)

Zoom Link: <https://us06web.zoom.us/j/2093737776?pwd=ZlhZR2FZMnJaekozUVlOaDBhZGJrZz09&omn=88407355037>
Meeting ID: 209 373 7776
Passcode: 604411

SHAREHOLDERS WILL BE ASKED TO CONSIDER AND VOTE ON THE FOLLOWING MATTERS:

- **FIX THE NUMBER OF DIRECTORS:** To fix the number of directors of the Company for the ensuing year at three. See the section entitled *Number of Directors* in the Information Circular.
- **ELECTION OF DIRECTORS:** To elect directors of the Company for the ensuing year. See the section entitled *Election of Directors* in the Information Circular.
- **APPOINTMENT OF AUDITORS:** To appoint the auditor of the Company for the ensuing year. See the section entitled *Appointment of Auditor* in the Information Circular.
- **RE-APPROVE THE COMPANY’S 20% FIXED STOCK OPTION PLAN:** To consider and, if thought fitting, to approve an ordinary resolution to re-approve the Company’s 20% Fixed Stock Option Plan. See the section entitled *Re-Approval of Option Plan* in the Information Circular.
- **RE-APPROVE THE COMPANY’S LONG TERM INCENTIVE PLAN (“LTIP”):** To consider and, if thought fitting, to approve an ordinary resolution to re-approve the Company’s LTIP. See the section entitled *Re-Approval of LTIP* in the Information Circular.

WEBSITE WHERE MEETING MATERIALS ARE POSTED

The Meeting Materials can be viewed online under the Company’s profile on SEDAR+ at www.sedarplus.ca or on the Company’s website at <https://www.fobi.ai>

SHAREHOLDERS ARE REMINDED TO REVIEW THE MEETING MATERIALS, IN PARTICULAR THE INFORMATION CIRCULAR, PRIOR TO VOTING.

HOW TO OBTAIN A PAPER COPY OF THE MEETING MATERIALS

Any Shareholder may request a paper copy of the Meeting Materials, including, in particular, the Information Circular, be mailed to them at no cost by contacting the Company at Unit 200 – 560 Beatty Street, Vancouver, British Columbia, Canada V6B 2L3; or by telephone toll-free: 1 877-754-5336. A Shareholder may also use the toll-free number noted above to obtain additional information about Notice-and-Access Provisions.

To allow adequate time for a Shareholder to receive and review a paper copy of the Meeting Materials and then to submit their vote prior to **10:00 a.m. (Pacific Time) on December 27, 2023**, a Shareholder requesting a paper copy of the Information Circular as described above, should ensure such request is received by the Company on or no later than **December 6, 2023**. Under Notice-and-Access Provisions, Meeting Materials must be available for viewing for up to one (1) year from the date of posting and a paper copy of the materials can be requested at any time during this period. To obtain a paper copy of the Meeting Materials, including, in particular, the Information Circular, after the Meeting date, please contact the Company at info@fobi.ai or by calling 1 877-754-5336.

HOW DO I VOTE?

There are several convenient ways to vote your shares including online and via telephone:

	Beneficial Shareholders <i>Shares held with a broker, bank or other intermediary.</i>	Registered Shareholders <i>Shares held in own name and represented by a physical certificate.</i>
Internet:	www.proxyvote.com	www.investorvote.com
Phone or Fax:	Call or fax to the number(s) listed on your voting instruction form and vote using the control number provided therein.	Phone: 1-866-732-8683 Fax: 1-866-249-7775
Mail:	Return the voting instruction form in the enclosed postage paid envelope.	Return the form of proxy in the enclosed postage paid envelope.

BOARD RECOMMENDATION

The Board of Directors of the Company unanimously recommends that shareholders **VOTE FOR** each of the proposed resolutions.

VIRTUAL MEETING

The Company intends to hold the Meeting virtually via zoom, as stated above in this Notification. Shareholders are encouraged to prioritize voting their shares by proxy. The Company will announce any changes to the Meeting format by way of news release to be filed under the Company's profile on SEDAR+ as well as on the Company website at <https://www.fobi.ai/agm> prior to the Meeting.

This notice serves as notice of meeting under section 169 of the *Business Corporations Act* (British Columbia).

If you have questions or require assistance with voting your Common Shares, you may contact FOBI AI Inc.

North American Toll-Free Number: +1 877-754-5336
Email: info@fobi.ai