

BACTECH ENVIRONMENTAL CORPORATION

20 Eglinton Avenue West, Suite 1820

Toronto, Ontario, M4R 1K8, Canada

Notice of the Annual and Special Meeting of Shareholders

NOTICE IS HEREBY GIVEN THAT the Annual and Special Meeting of the shareholders (the "Meeting") of BacTech Environmental Corporation (the "Corporation") will be held virtually by videoconference at the following link : <https://bit.ly/BacTech2025mtg> and hosted at the offices of the transfer agent at 25 Adelaide St. E., Suite 1301, Toronto Ontario, M5C 3A1 on Wednesday, September 17th, 2025 at 9:00AM (Toronto Time) for the following purposes:

1. To elect the directors for the ensuing year.
2. To appoint the auditors of the Corporation for the ensuing year and authorize the directors to fix their remuneration.
3. To receive the annual report of the Corporation, containing the financial statements of the Corporation for the years ended on December 31, of 2024, 2023, 2022 and 2021 and the report of the auditors thereon.
4. To consider and, if deemed advisable, approve, ratify and confirm the ordinary resolution authorizing the establishment of a stock option plan of the Corporation and the issuance of options in the years ended December 31, of 2024, 2023, 2022 and 2021.
5. Management recommends that the shareholders of the Corporation approve, consent and/or waive the Corporation's deficiencies with respect to providing notice of and holding its annual general meeting, and where applicable a special general meeting) and the Shareholders are being requested to consider, and if thought fit, to pass the resolutions waiving the deficiencies relating to past meetings.
6. To transact such other business as may properly come before the Meeting or any adjournment thereof.

In accordance with the By-laws of the Corporation, this meeting will be held remotely using the Zoom platform and shareholders are strongly encouraged to:

- vote your shares by proxy by no later than 2:00 p.m. (Eastern) on Friday, September 12, 2025 (see below); and
- **do NOT attend the meeting in person** and attend the meeting by videoconference at <https://bit.ly/BacTech2025mtg> or the equivalent.

Please read the information regarding proxies contained in the accompanying information circular and the notes included with the accompanying instrument of proxy and then complete and return the proxy within the time indicated below. The enclosed proxy is solicited by management of the Corporation, but you may amend it, if you so desire, by striking out the names listed therein and inserting in the space provided the name of the person you wish to represent you at the meeting.

A form of proxy will only be valid if it is duly completed and signed as set out in the form of proxy and deposited with either the Corporation's registrar and transfer agent, Trans Canada Transfer Inc., Trans Canada Transfer Inc., Attn: Proxy Dept., 25 Adelaide St. E., Suite 1301, Toronto Ontario, M5C 3A1 (416) 603-4400, or with the head office of the Corporation at 37 King Street East, Suite 409, Toronto, Ontario, M5C 1E9, Canada, at least 48 hours, excluding Saturdays, Sundays and holidays, prior to the commencement of the Meeting or any adjournment thereof.

DATED at Toronto, August 11, 2025.

BY ORDER OF THE BOARD OF DIRECTORS

Signed "M. Ross Orr"

Per: M. Ross Orr, CEO
BacTech Environmental Corporation