

CALIFORNIA NANOTECHNOLOGIES CORP.

NOTICE OF ANNUAL MEETING OF THE SHAREHOLDERS

TAKE NOTICE THAT an Annual Meeting (the "Meeting") of the shareholders of **CALIFORNIA NANOTECHNOLOGIES CORP.** (the "Corporation" or "Cal Nano") will be held at 110 Yonge Street, Suite 1601, Toronto, Ontario, M5C 1T4 on November 4, 2026 at 11:00 a.m. (Toronto time).

At the Meeting, shareholders will be asked to vote on the following resolutions:

1. to receive and consider the financial statements of the Corporation for the year ended February 28, 2026, together with the report of the auditors thereon;
2. to elect the directors of the Corporation for the ensuing year and to fix the number of directors at five (5);
3. to appoint the auditors of the Corporation for the ensuing year and to authorize the directors of the Corporation to determine the remuneration to be paid to the auditors;
4. to consider and, if deemed advisable, to pass, with or without variation an ordinary resolution, the full text of which is set forth in the accompanying management information circular of the Corporation, ratifying, adopting and approving the Corporation's Stock Option Plan and authorizing the Corporation's board of directors to make modifications in accordance with the Stock Option Plan and the policies of the TSX Venture Exchange; and
5. to transact such other business as may properly come before the Meeting or any adjournment thereof.

Information relating to matters to be acted upon by the shareholders at the Meeting is set forth in the accompanying Management Proxy Circular.

A shareholder may attend the Meeting in person or may be represented at the Meeting by proxy. Shareholders who are unable to attend the Meeting in person and wish to be represented by proxy are requested to date, sign and return the accompanying Instrument of Proxy, or other appropriate form of proxy, in accordance with the instructions set forth in the accompanying Management Proxy Circular and Instrument of Proxy. An Instrument of Proxy will not be valid unless it is deposited at the offices of Computershare Trust Company of Canada at 320 Bay Street, 14th Floor, Toronto, ON M5H 4A6, in the enclosed self-addressed envelope, not less than 48 hours (excluding Saturdays, Sundays and statutory holidays) before the time of the Meeting, or any adjournment thereof. A person appointed as proxy holder need not be a shareholder of the Corporation.

Only shareholders of record as at the close of business on September 22, 2026 (the "Record Date") are entitled to receive notice of the Meeting.

SHAREHOLDERS ARE CAUTIONED THAT THE USE OF THE MAIL TO TRANSMIT PROXIES IS AT EACH SHAREHOLDER'S RISK

DATED this 30th day of September 2026.

BY ORDER OF THE BOARD OF DIRECTORS

(signed) Roger Dent

Director