VICTORY SQUARE

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS
To be held on Friday, October 2, 2026

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting (the "**Meeting**") of shareholders of Victory Square Technologies Inc. (the "**Company**") will be held as a virtual Meeting on Friday, October 2, 2026 at 10:00 a.m. (Pacific Time) for the following purposes:

1. to receive the audited consolidated financial statements of the Company for the years ended December 31, 2025 and December 31, 2024, together with the auditor's reports thereon;
2. to set the number of directors of the Company for the ensuing year at four;
3. to elect four directors for the ensuing year;
4. to appoint MNP LLP, Chartered Professional Accountants, as the auditor of the Company for the ensuing year and to authorize the directors to fix the auditor's remuneration;
5. to consider and, if deemed appropriate, to pass, with or without variation, an ordinary resolution approving the stock option plan of the Company as set forth in the management information circular ("**Information Circular**"); and
6. to transact such other business as may properly come before the meeting or any adjournment thereof.

All matters set forth above for consideration at the Meeting are more particularly described in the accompanying Information Circular.

The Company is using the notice and access provisions ("**Notice and Access**") under National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* for the delivery of its Information Circular to its shareholders for the Meeting. Under Notice and Access, instead of receiving paper copies of the Information Circular, shareholders will be receiving a Notice and Access notification with information on how they may obtain a copy of the Information Circular electronically or request a paper copy. Registered shareholders will still receive a Proxy form enabling them to vote at the Meeting. The use of the alternative Notice and Access procedures in connection with the Meeting is an environmentally responsible and cost-effective way to deliver the meeting materials to the Company's shareholders. The Company will arrange to mail paper copies of the Information Circular to those registered and beneficial shareholders who have existing instructions on their account to receive paper copies of the Company's meeting materials.

The Information Circular and other meeting materials will be available on the Company's website at **https://victorysquare.com/investors** as of August 12, 2026, and will remain on the website for one full year thereafter. Meeting materials are also available upon request, without charge from our transfer agent, Odyssey Trust Company, via https://odysseytrust.com/ca-en/help or by phone at 1-888-290-1175 (toll-free within North America) or 1-587-885-0960 (direct from outside North America), or can be accessed online on SEDAR+ at www.sedarplus.ca, as of August 12, 2026.

Only shareholders of record at the close of business on August 12, 2026, will be entitled to receive notice of, and to vote at, the Meeting or any adjournment thereof. Shareholders who are unable or do not wish to attend the Meeting virtually are requested to date and sign the enclosed Proxy form promptly and return it in the self-addressed envelope enclosed for that purpose or by any of the other methods indicated in the Proxy form. To be used at the Meeting, proxies must be received by Odyssey Trust Company, Proxy Department, Trader's Bank Building, 702, 67 Yonge Street, Toronto, Ontario M5E 1J8 by 10:00 a.m. (Pacific Time) on September 30, 2026 or, if the Meeting is adjourned, by 10:00 a.m. (Pacific Time) on the second last business day prior to the date on which the Meeting is reconvened, or may be accepted by the chairman of the Meeting prior to the commencement of the Meeting. Alternatively, a shareholder may vote his or her proxy online at https://login.odysseytrust.com/pxlogin. All proxy and voting-related questions can be sent to our transfer agent, Odyssey Trust Company via proxy@odysseytrust.com. If a registered shareholder receives more than one Proxy form because such shareholder owns shares registered in different names or addresses, each Proxy form should be completed and returned.

DATED at Vancouver, British Columbia, this 12th day of August, 2026.

By Order of the Board of Directors
"Shafin Diamond Tejani"
Shafin Diamond Tejani

Chief Executive Officer, President and Director