



**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING**  
**of**  
**SHAREHOLDERS of ROYAL WINS CORPORATION**

**NOTICE IS HEREBY GIVEN THAT** the annual general and special meeting of the shareholders of Royal Wins Corporation (the “Company”) will be held virtually through the platform of AGM Connect to facilitate an interactive meeting and live online voting for Registered shareholders and duly appointed Proxyholders on **Tuesday, December 14, 2021, at the hour of 4:00 p.m. (Eastern Time).**

**The meeting can be accessed at [www.agmconnect.com/rwc2021](http://www.agmconnect.com/rwc2021)**

Business proposed to be addressed at the meeting is as follows:

- 1) To receive the annual audited consolidated financial statements of the Company for the fiscal year ended June 30, 2021;
- 2) To elect directors for the ensuing year;
- 3) To appoint Clearhouse LLP as auditor of the Company for the ensuing year and authorizing the Directors to fix their remuneration;
- 4) To consider and, if thought fit, pass an ordinary resolution to amend the 2020 Incentive Stock Option Plan to include the cashless exercise feature and rename it to “2021 Incentive Stock Option Plan”; and
- 5) To address any other business properly brought before the meeting.

The accompanying information circular provides additional information relating to the matters to be dealt with at the meeting and is deemed to form part of this notice.

If you are unable to attend the meeting in person, please complete, sign and date the enclosed form of proxy or Voter Instruction Form and return the same in the enclosed return envelope provided for that purpose within the time and to the location set out in the form of proxy accompanying this notice.

DATED this 2<sup>nd</sup> day of November 2021

**BY ORDER OF THE BOARD**

          *“ Peter Gan ”*          

**Peter Gan**

**Chief Executive Officer**