

Notice-and-Access Notification to Beneficial Shareholders Annual General Meeting of Cielo Waste Solutions Corp.

Date & Time

December 18, 2025 at **11:00 a.m. MT/10:00 a.m. PT**

Location

The Meeting will be held by video conference, via Microsoft Teams. To attend the Meeting, a Shareholder will first have to register online to attend using the following link: <https://events.teams.microsoft.com/event/CieloAGM2025>. Once registered, Shareholders will receive an email with the link to be used to access the Meeting. Shareholders will have an equal opportunity to participate in the Meeting by video conference regardless of their geographic location.

You are receiving this notice as Cielo Waste Solutions Corp. ("**Cielo**") has elected to use the notice-and-access model for delivery of meeting materials to its shareholders who do not hold their common shares in their own name ("beneficial shareholders"). Under notice-and-access, beneficial shareholders receive a voting instruction form enabling them to vote Cielo's Annual General Meeting (the "Meeting"). However, instead of receiving a paper copy of the Management Information Circular (the "Information Circular") and Notice of Meeting (together the "meeting materials"), beneficial shareholders receive this notice with information on how they may access the meeting materials electronically. Beneficial shareholders should follow the instructions below to view the meeting materials on the internet. This communication presents only an overview of the more complete meeting materials that are available to beneficial shareholders on the internet.

MATTERS TO BE VOTED UPON AT THE MEETING

The matters to be considered at the meeting are listed below, as further described in the "Business of the Meeting" section in the Information Circular:

1. To receive the audited financial statements of the Company for the years ended April 30, 2025 and 2024 and the report of the auditor on those statements;
2. To set the number of directors at four (4) for the ensuing year;
3. To elect directors of the Company for the ensuing year;
4. To appoint MNP LLP, Chartered Accountants, the auditor for the Company for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditor;
5. To consider and, if deemed advisable, to pass with or without variation, an ordinary resolution of the shareholders of the Company re-approving the Company's Rolling Stock Option Plan, as more particularly described in the Circular; and
6. To transact such other business as may properly come before the Meeting or any adjournments thereof.

HOW TO ACCESS THE MEETING MATERIALS ONLINE

You can access the meeting materials on the internet at: <https://cielows.com/investors/> or under Cielo's profile at www.sedarplus.ca. ***You are reminded to view the meeting materials before voting.***

HOW TO RECEIVE A PAPER COPY

Beneficial shareholders may request a paper copy of the meeting materials by postal delivery at no cost to them by emailing proxy@olympiustrust.com or by calling Toll Free 1-866-668-8379. Requests may be made up to one year from the date the meeting materials are filed on SEDAR. In order to allow reasonable time to be allotted for a beneficial shareholder to receive and review a paper copy of the meeting materials in advance of the proxy deposit date and time as set out in the accompanying voting instruction form, any beneficial holder wishing to request a paper copy of the meeting materials as described above, should ensure such request is received ***no later than December 4th, 2025***. If you do request a paper copy of the meeting materials, please note that another voting instruction form will not be sent; please retain the enclosed voting instruction form for voting purposes.

HOW TO VOTE

Vote by Telephone or Mail: To vote your common shares by telephone or by mail, please follow the instructions on the enclosed voting instruction form by the deadline noted.

Vote by Internet: To vote your common shares using the Internet, go to www.proxyvote.com and follow the instructions using the control number on your voting instruction form by the deadline noted.

Vote by Facsimile: To vote your common shares via Facsimile, please complete the enclosed voting instruction form and send refer to instructions on voting instruction form.

Beneficial shareholders with general questions about notice-and-access may contact Olympia Trust Company, in its capacity as registrar and transfer agent for Cielo, Toll Free at 1-866-668-8379