

MINUTES OF THE ANNUAL & EXTRA-ORDINARY GENERAL MEETING OF FAB-FORM INDUSTRIES INC., HELD AT UNIT 19, 1610 DERWENT WAY, IN THE CITY OF DELTA, IN THE PROVINCE OF BRITISH COLUMBIA, AT 4:00 O'CLOCK IN THE AFTERNOON (VANCOUVER TIME) ON TUESDAY, THE 30<sup>th</sup> DAY OF JULY, A.D. 2019

---

Don Russell acted as Chairman and Bruce Clark acted as Secretary of the Meeting.

Rod Hoffmeister acted as the Scrutineer of the Meeting.

The Meeting was referred to the Notice calling the Meeting and was informed that the Company has delivered an Affidavit of mailing the Notice of the Meeting to all shareholders.

As there was a quorum present, the Meeting was legally called and properly constituted to carry out the business.

UPON MOTION DULY MOVED AND UNANIMOUSLY CARRIED, IT WAS RESOLVED THAT the Meeting dispense with the reading of the Notice of Meeting.

UPON MOTION DULY MOVED AND UNANIMOUSLY CARRIED, IT WAS RESOLVED THAT the Meeting dispense with the reading of the Minutes of the last Annual General Meeting.

UPON MOTION DULY MOVED AND UNANIMOUSLY CARRIED, IT WAS RESOLVED THAT the number of directors is fixed at four (4).

There being no further nominations.

UPON MOTION DULY MOVED AND UNANIMOUSLY CARRIED, IT WAS RESOLVED THAT Richard Fearn, Bruce Clark, Don Russell and Joey Fearn are elected Directors of the Company for the ensuing year.

UPON MOTION DULY MOVED AND UNANIMOUSLY CARRIED, IT WAS RESOLVED THAT Culver & Co., Chartered Accountants, be appointed Auditors for the ensuing year.

UPON MOTION DULY MOVED AND UNANIMOUSLY CARRIED, IT WAS RESOLVED THAT the directors be authorized to fix the remuneration to be paid to the auditor.

UPON MOTION DULY MOVED AND UNANIMOUSLY CARRIED, IT WAS RESOLVED AS A SPECIAL RESOLUTION TO (1) ratify and approve the exercise of any stock options granted in the previous year or as granted hereunder, (2) authorize and approve the granting and exercise of stock options in the forthcoming year, subject to the approval by the TSX Venture Exchange, and (3) authorize the Board of Directors to renegotiate or cancel any existing stock options.

UPON MOTION DULY MOVED AND UNANIMOUSLY CARRIED, IT WAS RESOLVED AS AN ORDINARY RESOLUTION TO grant authority to the Board of Directors to proceed with and complete one or more private placements within the 12 month period following the meeting up to a maximum of 8,822,065 shares or equal to 100% of the current outstanding shares of the Company, and any consequential change in the effective control of the Company, provided that such placements are completed in accordance with the policies of the TSX Venture Exchange.

UPON MOTION DULY MOVED AND UNANIMOUSLY CARRIED, IT WAS RESOLVED AS AN ORDINARY RESOLUTION THAT the meeting ratifies, confirms, and approves all acts, deeds and things done by and the proceedings of the directors and officers of the Company on its behalf since the last Annual General Meeting of the Company.

THERE BEING NO FURTHER BUSINESS THE MEETING THEN  
ADJOURNED.

*"Don Russell"*

Don Russell  
CHAIRMAN

SCHEDULE A

FAB-FORM INDUSTRIES LTD.  
ANNUAL AND EXTRA-ORDINARY GENERAL MEETING  
OF SHAREHOLDERS HELD ON 30<sup>th</sup> JULY 2019

REPORT ON ATTENDANCE

We are pleased to report that there were six shareholders holding at least 3,802,293 common shares represented in person or by proxy at this meeting, representing at least 43.8% of the 8,822,065 issued and outstanding common shares.

Dated this 30<sup>th</sup> day of July 2019

Scrutineer     *"Rod Hoffmeister"*  
Rod Hoffmeister