

Cathedra Bitcoin Inc.
320 – 638 Broughton Street
Vancouver, BC V6G 3K3

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the “**Meeting**”) of the holders (the “**Shareholders**”) of common shares (“**Common Shares**”) of Cathedra Bitcoin Inc. (the “**Company**” or “**Cathedra**”) will be held at 320-638 Broughton Street, Vancouver, British Columbia, V6G 3K3 on July 22, 2024, at 10:00 AM (Vancouver time) for the following purposes, all as more particularly described in the enclosed management information circular (the “**Circular**”):

- (a) to receive the Company’s financial statements for the year ended December 31, 2023, and the report of the auditors thereon;
- (b) to appoint the auditors of the Company and to authorize the directors to fix their remuneration;
- (c) to consider and, if deemed appropriate, to pass, with or without variation, an ordinary resolution approving a proposed share exchange agreement with Kungsleden, Inc. (“**Kungsleden**”) providing for the reverse takeover of the Company by Kungsleden on the terms described in the accompanying Circular (the “**Transaction**”);
- (a) To consider, and if deemed appropriate, pass, with or without variation, a special resolution authorizing alterations to the articles of the Company, altering the rights and restrictions of the existing class of common shares of the Company and re-designating such class as subordinate voting shares, and creating a class of multiple voting shares (the “**Amendment Resolution**”), conditional on the approval of the Transaction;
- (b) to consider and, if deemed appropriate, to pass, with or without variation, an ordinary resolution authorizing the Company to consolidate all of the issued and outstanding Common Shares (as presently constituted or as may be re-designated pursuant to the Amendment Resolution) on the basis of one post-consolidation Common Share for up to one-hundred fifty (150) pre-consolidation Common Shares;
- (c) to consider and, if deemed appropriate, to pass, with or without variation, the following, as more fully described in the Circular:
 - (A) to elect the directors of the Company to serve from the close of the Meeting until the earliest of (i) the close of the next annual meeting of Shareholders; (b) the effective time of the completion of the Transaction (the “**Closing Date**”), or (c) his or her successor is duly elected or appointed;
 - (B) conditional upon completion of the Transaction, to consider and, if deemed appropriate, pass, with or without variation, a resolution to set the Board size following the Closing Date at seven (7); and
 - (C) conditional upon completion of the Transaction, to consider and, if deemed appropriate, to pass, with or without variation, a resolution to elect the directors of the Company to

serve from the Closing Date until the close of the next annual meeting of Shareholders, or until his or her successor is duly elected or appointed;

- (d) to consider and, if deemed appropriate, to pass, with or without variation, an ordinary resolution approving the Company's equity-based incentive plan for the ensuing year; and
- (e) to transact such further and other business as may be properly brought before the Meeting or any adjournment or postponement thereof.

The board of directors (the "**Board**") has fixed May 24, 2024, as the record date (the "**Record Date**") for determining the Shareholders who are entitled to receive notice of and vote at the Meeting. Only Shareholders whose names have been entered in the registers of the Company as at the close of business on the Record Date will be entitled to receive notice of and vote at the Meeting.

Details of the Transaction and its effects, as well as information concerning Kungsleden and the proposed resulting issuer following the proposed Transaction are contained in the Circular, and reference should be made to that document for complete information.

Voting

All Shareholders may attend the Meeting in person or be represented by proxy. Shareholders who do not plan on attending the Meeting in person are requested to complete, date and sign the enclosed form of proxy and return it in the envelope provided. To be effective, the enclosed form of proxy or voting instruction form must be deposited with Computershare Investor Services Inc., 8th Floor, 100 University Avenue, Toronto, Ontario, M5J 2Y1, (by mail or hand delivery); voted by telephone at 1-866-732-VOTE (8683); or voted online at www.investorvote.com. In order to be valid and acted upon at the Meeting, the duly-completed form of proxy must be received prior to 10:00 a.m. (Vancouver time) on July 18, 2024 (the "**Proxy Deadline**"), or be deposited with the Secretary of the Company before the commencement of the Meeting or of any adjournment thereof. Notwithstanding the foregoing, the Chair of the Meeting has the discretion to accept proxies received after such deadline.

A "beneficial" or "non-registered" Shareholder will not be recognized directly at the Meeting for the purposes of voting Common Shares registered in the name of his/her/its broker; however, a beneficial Shareholder may attend the Meeting as proxyholder for the registered Shareholder and vote the Common Shares in that capacity. Only Shareholders as of the Record Date are entitled to receive notice of and vote at the Meeting.

If you are a non-registered holder of Common Shares and have received these materials through your broker, custodian, nominee or other intermediary, please complete and return the form of proxy or voting instruction form provided to you by your broker, custodian, nominee or other intermediary in accordance with the instructions provided therein.

SHAREHOLDERS ARE REMINDED TO REVIEW THE CIRCULAR BEFORE VOTING.

DATED June 18, 2024.

BY ORDER OF THE BOARD OF DIRECTORS

(Signed) "Thomas Armstrong"

Thomas Armstrong

Chairman of the Board of Directors