

## **ENVIRONMENTAL WASTE INTERNATIONAL INC.**

### **NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS**

Notice is hereby given that an Annual and Special Meeting of Shareholders of Environmental Waste International Inc. will be held on Wednesday, June 26, 2002 at Carmichael/Jackson Room, Hilton Hotel, 145 Richmond Street West, Toronto, Ontario at the hour of 10:00 o'clock in the forenoon, local time, for the following purposes:

1. To receive and consider the report of the directors and to receive and consider the statements of the Company for the fiscal period ended December 31, 2001, together with the auditor's report thereon;
2. To appoint an auditor for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditor;
3. To elect directors for the ensuing year;
4. To consider, and if appropriate, approve the reservation of 5,300,000 common shares for issue under the Company's Incentive Stock Option Plan; and
5. To transact such other business as may properly be transacted at such meeting or any adjournment thereof.

If you are unable to attend the meeting in person, please read the information contained in the accompanying Information Circular and the Instrument of Proxy enclosed herewith and complete and return the Proxy within the time period specified in the Information Circular. The enclosed Proxy is solicited by management, but you may amend it, if you so desire, by striking out the names listed therein and inserting in the space provided the name of the person you wish to represent you at the meeting.

Dated at Ajax, Ontario this 16<sup>th</sup> day of May, 2002.

By order of the board,

"Stephen Simms"

President