

**Afrasia Mineral Fields Inc.**  
Suite 2050, 1055 Georgia Street  
Vancouver, B.C.  
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Telephone: 604-684-2181  
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**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS OF  
AFRASIA MINERAL FIELDS INC.**

**TO THE SHAREHOLDERS:**

An Annual General and Special Meeting (the "**Meeting**") of the shareholders of Afrasia Mineral Fields Inc. ("**Afrasia**") will be held at Suite 700, 595 Burrard Street, Vancouver, British Columbia on Tuesday, March 31, 2015 at 10:00 a.m. (Vancouver time) for the following purposes:

1. to receive the audited financial statements of Afrasia for the financial years ended May 31, 2014 and 2013, together with the auditor's report thereon;
2. to appoint auditors for Afrasia for the ensuing financial year and to authorize the directors to fix the remuneration to be paid to the auditors;
3. to fix the number of directors and to elect directors to hold office until the next Annual General Meeting, as more particularly described in the accompanying management information circular (the "**Circular**");
4. to consider and, if thought appropriate, to pass, with or without variation, an Ordinary Resolution (the "**Acquisition Resolution**"), authorizing, confirming and approving the three-cornered amalgamation of Afrasia, and WMode Inc. as a "Reverse Takeover" under the policies of the TSX Venture Exchange, as more particularly described in the accompanying Circular;
5. if the Acquisition Resolution is approved, to consider and, if thought appropriate, to pass, with or without variation, a Special Resolution (the "**Consolidation Resolution**") to approve the consolidation (the "**Consolidation**") of Afrasia's issued and outstanding common shares on the basis of one (1) post-Consolidation common share for each fourteen (14) pre-Consolidation common shares, as more particularly described in the accompanying Circular;
6. if the Acquisition Resolution is approved, to consider and, if thought appropriate, to pass, with or without variation, a Special Resolution (the "**Continuation Resolution**") to approve the continuance (the "**Continuance**") of Afrasia's corporate jurisdiction to the *Business Corporations Act* (Alberta) ("**ABCA**") under the new name of "WMode Corp.", as more particularly described in the accompanying Circular;
7. to consider and, if thought appropriate, to pass, with or without variation, an Ordinary Resolution to approve a new stock option plan (the "**Resulting Issuer Stock Option Plan**"), as more particularly described in the accompanying Circular; and
8. to transact such other business as may properly come before the Meeting.

The Circular and a form of Proxy accompany this Notice of Meeting. The Circular provides additional information relating to the matters to be dealt with at the Meeting and forms part of this Notice of Meeting.

A shareholder entitled to attend and vote at the Meeting is entitled to appoint a proxy holder to attend and vote in his or her place. If you are unable to attend the Meeting or any adjournment in person, please read the notes accompanying the enclosed form of Proxy and then complete, sign, and date the Proxy and return it within the time and to the location set out in the notes. Afrasia's management is soliciting the enclosed form of Proxy but, as set out in the notes, you may amend the Proxy if you wish by striking out the names listed and inserting in the space provided the name of the person you want to represent you at the Meeting.

**TAKE NOTICE that dissenting shareholders in respect of the proposed Continuance contemplated in paragraph 5 above are entitled to be paid the fair value of their shares held in Afrasia in accordance with sections 237 to 247 of the *Business Corporations Act* (British Columbia) (the "BCBCA").**

**Under the BCBCA, you as a registered Shareholder may, until 10:00 a.m. (Vancouver time) on February 26, 2015, give Afrasia a notice of dissent by registered mail addressed to the Chief Executive Officer of Afrasia at Suite 2050, 1055 Georgia Street, Vancouver, B.C. V6E 3P3, with respect to the proposed Continuation Resolution. As a result of giving a notice of dissent, a shareholder may, on receiving a notice of intention to proceed under section 243 of the BCBCA, require Afrasia to purchase all of the shares of Afrasia held by such shareholder in respect of which the notice of dissent was given.**

**These dissent rights are further described in the accompanying Circular in respect of the Meeting and the text of sections 237 to 247 of the BCBCA are included as Schedule "A", to this Circular. Failure to comply strictly with the requirements may result in the loss of any right to dissent.**

**A non-registered Shareholder who wishes to exercise dissent rights should immediately contact the intermediary or broker with whom the non-registered Shareholder deals in respect of its shares held in Afrasia and instruct the intermediary or broker in respect of its shares held in Afrasia.**

**If you are a non-registered Shareholder and have received this notice and accompanying Circular from your broker or another intermediary, please complete and return the voting instruction or other authorization form provided to you by your broker or other intermediary in accordance with the instructions provided to you.**

Please advise Afrasia of any change in your address.

DATED at Vancouver, British Columbia, this 26<sup>th</sup> day of February, 2015.

**BY ORDER OF THE BOARD OF DIRECTORS**

*"Praveen Varshney"*

**Praveen Varshney  
President, Chief Executive Officer and Chief Financial Officer**