

ADDED CAPITAL INC.

NOTICE OF SPECIAL MEETING TO THE SHAREHOLDERS:

NOTICE IS HEREBY GIVEN that the special meeting (the “**Meeting**”) of Added Capital Inc. (the “**Company**”) will be held at 1 Adelaide Street East, Suite 801 Toronto, Ontario M5C 2V9, on Wednesday, May 8, 2019, at 10:00 a.m. (Toronto time) for the following purposes:

1. to fix the number of directors at four (4);
2. to elect the directors of the Company for the ensuing year;
3. to consider and, if deemed appropriate, to pass a special resolution authorizing a consolidation of the issued and outstanding common shares in the capital of the Company (“**Common Shares**”), in the range of one (1) post-consolidation Common Share for every two (2) to a maximum of twenty (20) pre-consolidation Common Shares as more particularly set forth in the accompanying information circular (“**Circular**”);
4. to consider and, if deemed appropriate, to pass an ordinary resolution authorizing the Company to voluntarily delist the Common Shares from the TSX Venture Exchange as more particularly set forth in the accompanying Circular;
5. to consider and, if deemed appropriate, to pass an ordinary resolution re-approving the Company’s 10% rolling Stock Option Plan; and
6. to transact such other business as may properly come before the Meeting or any adjournment or postponement thereof.

The accompanying Circular provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this notice of special meeting.

The Board of Directors of the Company has fixed April 8, 2019 as the record date for the determination of shareholders of the Company entitled to notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered shareholder of the Company at the close of business on that date is entitled to such notice and to vote at the Meeting in the circumstances set out in the accompanying Circular.

If you are a registered shareholder of the Company and unable to attend the Meeting in person, please complete, date and sign the accompanying form of proxy and deposit it with the Company’s transfer agent, TSX Trust Company, 100 Adelaide Street West, Suite 301, Toronto, Ontario M5H 4H1, no later than May 6, 2019 at 10:00 a.m.

If you are a non-registered shareholder of the Company and received this notice of special meeting and accompanying materials through a broker, a financial institution, a participant, a trustee or administrator of a self-administered retirement savings plan, retirement income fund, education savings plan or other similar self-administered savings or investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the foregoing that holds your securities on your behalf (the “**Intermediary**”), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

DATED at Toronto, Ontario, this March 30, 2019.

By order of the Board of Directors

(s) Michael Lerner

Michael Lerner, CEO