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**NOTICE OF ANNUAL AND SPECIAL MEETING  
OF SHAREHOLDERS TO BE HELD ON MAY 14, 2015**

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**TO THE HOLDERS OF COMMON SHARES OF MICROCOAL TECHNOLOGIES INC.:**

NOTICE IS HEREBY GIVEN that an annual and special meeting (the "**Meeting**") of shareholders of MicroCoal Technologies Inc. ("**MTI**") will be held at Suite 2300, 1066 West Hastings Street, Vancouver, British Columbia, on May 14, 2015, at 9:00 a.m. (Vancouver time) for the following purposes:

1. to receive and consider the audited financial statements of MTI for the financial year ended June 30, 2014, and the report of the auditors thereon;
2. to elect the directors of MTI for the ensuing year;
3. to re-appoint BDO Canada LLP, Chartered Accountants, as the auditors of MTI for the ensuing year and to authorize the directors of MTI to fix the auditors' remuneration;
4. to consider, pursuant to an interim order of the Supreme Court of British Columbia dated April 15, 2015, (the "**Interim Order**") and, if thought advisable, to pass, with or without variation, a special resolution (the "**Arrangement Resolution**"), the full text of which is set forth at Schedule "A" to the accompanying management information circular (the "**Circular**"), to approve an arrangement (the "**Arrangement**") under Section 192 of the *Canada Business Corporations Act* (Canada) (the "**CBCA**") involving MTI, the securityholders of MTI and Targeted Microwave Solutions Inc., all as more particularly described in the Circular; and
5. to transact such further or other business as may properly come before the Meeting and any adjournment(s) or postponement(s) thereof.

The board of directors of MTI has fixed April 7, 2015, as the record date for determining shareholders who are entitled to attend and vote at the Meeting. The accompanying Circular provides additional information relating to the matters to be dealt with at the Meeting and forms part of this Notice of Meeting.

Accompanying this Notice of Meeting are the Circular, a form of proxy and letter(s) of transmittal in respect of the securities relating to the Arrangement.

Copies of the Arrangement Resolution, the Arrangement Agreement, which includes the Plan of Arrangement, the Interim Order and the Notice of Application, as defined herein or in the Circular, are attached to the Circular as Schedules "A", "B", "C" and "D", respectively. The foregoing documents are also available for inspection prior to the Meeting at the head office of MTI at Suite 2300, 1066 West Hastings Street, Vancouver, British Columbia, during regular business hours, and have been publicly filed on SEDAR at [www.sedar.com](http://www.sedar.com).

If you are a registered shareholder of MTI, whether or not you are able to attend the Meeting, you are requested to complete, execute and deliver the enclosed form of proxy in accordance with the instructions set forth on the form to MTI, c/o Computershare Investor Services Inc., Attn.: Proxy Department, 8th Floor, 100 University Avenue, Toronto, Ontario M5J 2Y1, by no later than 9:00 a.m. (Vancouver time) on May 12, 2015 or, if the Meeting is adjourned or postponed, not less than 48 hours (excluding Saturdays, Sundays and holidays) prior to any adjournment(s) or postponement(s) thereof. The time limit for the deposit of proxies may be waived by the chair of the Meeting at his discretion without notice. Registered shareholders of MTI can also vote their proxies via

telephone or the internet in accordance with the instructions provided in the form of proxy.

If you are a non-registered holder of MTI common shares and you receive these materials through your broker, custodian, nominee or other intermediary, you should follow the instructions provided by your broker, custodian, nominee or other intermediary in order to vote your common shares.

**The MTI board of directors unanimously recommends that shareholders vote IN FAVOUR of the Arrangement Resolution. In the absence of any instruction to the contrary, the common shares represented by proxies appointing the management designees named in the accompanying form of proxy will be voted in favour of the Arrangement Resolution.**

DATED at Vancouver, British Columbia, this 15th day of April, 2015.

**MICROCOAL TECHNOLOGIES INC.**

Per: "James Young"  
Chairman and Director