

SENTERNET TECHNOLOGIES INC.

4 KING STREET WEST, SUITE 1320
TORONTO, ONTARIO M5H 1B6

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

Notice is hereby given that the ANNUAL AND SPECIAL MEETING of shareholders of SENTERNET TECHNOLOGIES INC. will be held on MAY 15, 2013, at 10:00 a.m. (Toronto time) at 4 KING STREET WEST, SUITE 1320, TORONTO, ONTARIO, for the following purposes:

- a) to receive and consider the financial statements of the Company for the fiscal years ended December 31, 2005 to December 31, 2011 inclusive together with the report of the auditors thereon;
- b) to elect directors for the Company;
- c) to appoint auditors for the current fiscal year of the Company and authorize the directors to fix their remuneration;
- d) to consider and if deemed advisable, approve and confirm with or without variation a resolution, the text of which is set forth in Schedule "A" annexed hereto, allowing the Company to proceed with the return of capital and a reduction in the stated capital account maintained for the Senternet Technologies Inc. common shares;
- e) to consider and if deemed advisable, approve and confirm with or without variation a resolution, the text of which is set forth in Schedule "B" annexed hereto, to authorize the company to amend its Articles of Incorporation by;
 - (i) changing the Company's name to Senternet Capital Ltd., or any such name that will be acceptable to the directors and any regulatory authorities having jurisdiction thereto; and
 - (ii) to increase the authorized capital of the Company by the creation of an unlimited number of Series "A", non-voting redeemable convertible preference shares; and
 - (iii) to increase the authorized capital of the Company by the creation of an unlimited number of Series "B", non-voting redeemable preference shares.
- f) to consider and if deemed advisable, approve a proposed private placement of 1,000,000 Series "A", non-voting, redeemable, convertible preference shares of the Company a price of \$1.00 per share;
- g) to consider and, if deemed advisable, approve a proposed private placement of up to 20,000,000 Series "B", non-voting redeemable preference shares at a price of \$10.00 per share;
- h) to consider and if deemed advisable, approve and confirm a resolution approving the existing Stock Option Plan enacted in 2006 in accordance with the policies of the TSX Venture Exchange; the text of which is set forth in Schedule "E" to the management information circular; and
- i) to transact any other business that may properly come before the meeting and any adjournments thereof.

Shareholders who are unable to attend the meeting in person, are requested to date, sign and return the enclosed form of proxy so that as large a representation as possible may be had at the meeting.

Dated at Toronto on December 21, 2012.

On Behalf of the Board of Directors
"Ronald Haller"
Ronald Haller, President