

**NOTICE OF ANNUAL GENERAL AND SPECIAL  
MEETING OF THE SHAREHOLDERS  
ACREX VENTURES LTD.**

TAKE NOTICE that the Annual General and Special Meeting of the Shareholders of **ACREX VENTURES LTD.** (hereinafter called the "Company") will be held at 2300 – 1066 West Hastings Street, in the City of Vancouver, in the Province of British Columbia, Canada, on Wednesday, May 28, 2014 at the hour of 11:45 a.m. (local time) for the purpose of:

1. Confirming number of Directors to be elected.
2. Electing Directors for the ensuing year.
3. Appointing Auditors for the ensuing year.
4. Receiving and considering the Report to the Shareholders from the Board of Directors.
5. Receiving and considering year-end audited financial statements of the Company and the Auditor's Report thereon.
6. Considering reapproval of the Company's Stock Option Plan.
7. Considering approval, by Special Resolution, of the amendment of the Company's Articles by the addition of a new Article 14.12 – which will, as is described in the Information Circular, require the persons proposed to be elected as Directors to be subject to the advance notice to the Company.
8. Considering approval, by Special Resolution, of the amendment of the Company's Articles by the addition of a new Article 27 – which will authorize the Board of Directors to pass certain resolutions effecting changes in the Company's Articles.
9. Considering approval of Directors' actions and activities during the period since the last shareholders' meeting.
10. Transacting such other business as may properly come before the Meeting or any adjournment thereof.

Shareholders who are unable to attend the Meeting in person are requested to date and sign the accompanying form of Proxy and to return it by mail or fax to Computershare Trust Company of Canada at 100 University Avenue, 9<sup>th</sup> Floor, Toronto, Ontario M5J 2Y1 – or file it electronically - not later than 11:45 a.m. (Toronto local time) on Monday, May 26, 2014.

DATED at Vancouver, British Columbia, April 30, 2014.

BY ORDER OF THE BOARD