

QUINSAM CAPITAL CORPORATION

510 - 4438 West 10th Ave.
Vancouver, B.C. V6R 4R8

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS
TO BE HELD ON JUNE 22, 2012**

TO: The Shareholders of Quinsam Capital Corporation

NOTICE IS HEREBY GIVEN that the annual general and special meeting of the shareholders of Quinsam Capital Corporation (the "**Corporation**") will be held in Vancouver, British Columbia, at Suite 700, 401 West Georgia Street, on Friday, the 22nd day of June, 2012, at 10:00 a.m. (Vancouver time) (the "**Meeting**"), for the following purposes:

1. to receive and consider the financial statements of the Corporation for the financial year ended December 31, 2011, together with the report of the auditors thereon;
2. to fix the number of directors at three;
3. to elect directors of the Corporation;
4. to appoint Dale, Matheson, Carr-Hilton, Labonte, Chartered Accountants, auditor for the ensuing year and to authorize the directors to determine the remuneration to be paid to the auditor; and
5. to consider and, if thought fit, to pass, with or without variation, a special resolution authorizing and approving the consolidation of the Corporation's issued and outstanding common shares on the basis of up to five (5) old shares for one (1) new share or such lesser ratio as the board of directors of the Corporation deems appropriate; and
6. to transact such other business as may properly come before the Meeting or any adjournments thereof.

Accompanying this notice of meeting is the Information Circular, form of proxy and supplemental return card whereby shareholders of the Corporation may request to be added to the Corporation's supplemental mailing list.

All registered shareholders are entitled to attend and vote at the Meeting in person or by proxy. Shareholders who are unable to attend the Meeting are requested to complete, sign, date and return the enclosed form of proxy in accordance with the instructions set out in the form of proxy and in the Information Circular accompanying this notice of meeting. A proxy will not be valid unless it is deposited at the office of Computershare Trust Company of Canada, 9th Floor, 100 University Avenue, Toronto, Ontario, M5J 2Y1, not less than 48 hours (excluding Saturdays and holidays) before the time fixed for the Meeting or any adjournments thereof.

DATED at Vancouver, British Columbia, this 23rd day of May, 2012.

BY ORDER OF THE BOARD OF DIRECTORS

/s/ Roy Zanatta

Roy Zanatta, President and Chief Executive Officer

If you are a non-registered shareholder of the Corporation and receive these materials through your broker or through another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or by the other intermediary. Failure to do so may result in your shares not being eligible to be voted by proxy at the Meeting.