

**DIGIFONICA INTERNATIONAL INC.**  
880 – 580 Hornby Street, Vancouver, BC V6C 3B6

**NOTICE OF ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN that the annual general meeting of the shareholders of Digifonica International Inc. (the “**Company**”) will be held at Suite 880 - 580 Hornby Street, Vancouver, British Columbia, on Wednesday, October 30, 2013 at 11:00 a.m. (Pacific Time) for the following purposes:

1. to receive the audited financial statements of the Company for the financial year ended December 31, 2012 together with the auditor's report thereon;
2. to fix the number of directors at three;
3. to elect directors for the ensuing year;
4. to appoint the auditors for the ensuing year and to authorize the directors to fix their remuneration;
5. to consider and, if thought fit, to pass an ordinary resolution approving and ratifying the Company's currently implemented Stock Option Plan, subject to regulatory approval, as more fully described in the information circular accompanying this notice; and
6. to transact such further or other business as may properly come before the meeting and any adjournments thereof.

The accompanying information circular provides additional information relating to the matters to be dealt with at a meeting and is deemed to form part of this notice of meeting.

If you are unable to attend the meeting in person, please complete, sign and date the enclosed form of proxy and return the same in the enclosed return envelope provided for that purpose within the time and to the location set out in the form of proxy accompanying this notice of meeting.

Dated this 25<sup>th</sup> day of September, 2013.

**BY ORDER OF THE BOARD OF DIRECTORS**

“Gunther Roehlig”

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Chief Executive Officer and Director