

**DOMINION ENERGY INC.  
(formerly Digifonica International Inc.)**

**Annual General Meeting  
to be held on Friday, June 27, 2014**

**Notice of Annual General Meeting  
and  
Information Circular**

**May 26, 2014**

**DOMINION ENERGY INC.**  
**#2301 - 1011 WEST CORDOVA STREET,**  
**VANCOUVER, BC, V6C 0B2**

**NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS**

NOTICE IS HEREBY GIVEN that an annual general meeting (the “**Meeting**”) of the shareholders of Dominion Energy Inc. (the “**Company**”) will be held at the Company’s offices, located at Suite #2600, 1066 West Hastings Street, Vancouver, British Columbia on Friday, June 27, 2014 at 9:00 am. At the Meeting, the shareholders will receive the financial statements for the year ended December 31, 2013, together with the auditor’s report thereon, and consider resolutions to:

1. elect directors for the ensuing year;
2. appoint MNP LLP, Chartered Accountants, as auditor of the Company for the ensuing year;
3. authorize the directors to determine the remuneration to be paid to the auditor; and
4. transact such other business as may properly be put before the Meeting.

All shareholders are entitled to attend and vote at the Meeting in person or by proxy. The Board of Directors (the “**Board**”) requests that all shareholders who will not be attending the Meeting in person read, date and sign the accompanying proxy and deliver it to Computershare Investor Services Inc. (“**Computershare**”). If a shareholder does not deliver a proxy to Computershare, Attention: Proxy Department, 100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2Y1, by 9:00 a.m. (Vancouver, British Columbia time) on Wednesday, June 25, 2014 (or before 48 hours, excluding Saturdays, Sundays and holidays before any adjournment of the meeting at which the proxy is to be used) then the shareholder will not be entitled to vote at the Meeting by proxy. Only shareholders of record at the close of business on Monday, May 26, 2014 will be entitled to vote at the Meeting.

An information circular and a form of proxy accompany this notice.

DATED at Vancouver, British Columbia, the 26<sup>th</sup> day of May, 2014.

**ON BEHALF OF THE BOARD**

(signed) “*Gunther Roehlig*”

Gunther Roehlig  
President & Chief Executive Officer