

STOCKPORT EXPLORATION INC.
Suite 2001 – 1969 Upper Water Street
Halifax, Nova Scotia, B3J 3R7
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NOTICE OF ANNUAL AND SPECIAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual and special general meeting (the “**Stockport Meeting**”) of shareholders also referred to as “Stockport Shareholders” of Stockport Exploration Inc. (“**Stockport**”) will be held on Thursday, April 26, 2018 at 2:00 p.m. (Halifax time) at the offices of Stockport/Sona at Suite 2001 – 1969 Upper Water Street, Halifax, Nova Scotia, B3J 3R7, for the following purposes:

1. to receive and consider the consolidated financial statements of Stockport for the fiscal year ended October 31, 2017, together with the report of the auditors thereon;
2. to appoint as auditors for the forthcoming year, Manning Elliott LLP, at a remuneration to be fixed by the directors;
3. to elect directors to hold office until the next annual meeting of the Stockport shareholders, which shall consist of nominees that are the existing directors of Stockport;
4. to confirm Stockport’s Stock Option Plan, as required annually under the policies of the TSX Venture Exchange;
5. to consider and, if thought advisable, to pass a special resolution (the “**Stockport Amalgamation Resolution**”) approving the amalgamation of Stockport with Sona Nanotech Ltd. (“**Sona**”) to form Sona Nanotech Inc. (“**Amalco**”) and thereafter the issuance to the former Stockport Shareholders of one (1) common share of Amalco (an “**Amalco Share**”) for every four (4) common shares of Stockport (each whole share being a “**Stockport Share**”);
6. if the Stockport Amalgamation Resolution is approved, to consider and, if thought advisable, to pass an ordinary resolution approving the stock option plan to be adopted by Amalco pursuant to which the directors of Amalco may, from time to time, authorize the issuance of options to directors, officers, employees and consultants of Amalco and its subsidiaries to a maximum of 10% of the issued and outstanding Amalco Shares at the time of grant, subject to regulatory approvals, as more fully set out in the Joint Management Information Circular of Sona and Stockport dated as of March 22, 2018 (the “**Joint Information Circular**”); and
7. to transact such other business as may properly be brought before the Stockport Meeting or any adjournment thereof.

The board of directors has fixed the close of business on March 22, 2018 as the Record Date for determining holders of Stockport Shares who are entitled to vote at the Stockport Meeting.

Registered Shareholders of Stockport Shares who are unable to be present at the Stockport Meeting are requested to date, execute and return the accompanying form of proxy to Stockport’s registrar and transfer agent, Computershare Investor Services Inc., by mail or delivery to 100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2Y1, or by facsimile to 1-866-732-8683 or at www.investorvote.com via the Internet. All proxies must be received no later than 48 hours (excluding Saturdays, Sundays and statutory holidays) prior to the commencement of the Stockport Meeting.

If you are a non-registered holder of Stockport Shares and received these materials through your broker or another intermediary, please complete and return the form of proxy in accordance with instructions provided to you by your broker or such other intermediary.

The enclosed form of proxy appoints nominees of management as proxy holder and you may amend the proxy, if you wish, by inserting in the space provided the name of the person you wish to represent you as proxy holder at the Stockport Meeting.

Registered holders of Stockport Shares have the right to dissent in respect of the Stockport Amalgamation Resolution and, if the Amalgamation becomes effective, to be paid the fair value of their Stockport Shares in accordance with the provisions of section 190 of the CBCA. To exercise this right, Stockport must receive from a registered holder of Stockport Shares who dissents (an “**Amalgamation Dissenting Shareholder**”) a written objection to the Stockport Amalgamation Resolution delivered by registered mail addressed to Stockport at Suite 2001 – 1969 Upper Water Street, Halifax, Nova Scotia, B3J 3R7, at or before the Stockport Meeting, and the Amalgamation Dissenting Shareholder must have otherwise complied with the provisions of section 190 of the CBCA (which is described in the Joint Information Circular under the heading “Dissenting Registered Shareholders’ Rights” and in Schedule “G”). Failure to comply strictly with such dissent procedures may result in the loss or unavailability of any dissent rights. Please be advised that the exercise of a proxy does not constitute a written objection.

This Notice of Meeting and Information Circular is accompanied by a form of proxy.

DATED at Halifax, Nova Scotia this 22nd day of March, 2018.

BY ORDER OF THE BOARD OF STOCKPORT EXPLORATION INC.

(signed)

Per: James Megann
President and Chief Executive Officer

STOCKPORT SHAREHOLDERS UNABLE TO ATTEND THE STOCKPORT MEETING ARE REQUESTED TO DATE, SIGN AND RETURN THE FORM OF PROXY IN THE ENCLOSED ENVELOPE.