

TRUECLAIM EXPLORATION INC.

c/o 999 Canada Place, Suite 404
Vancouver, BC V6C 3E2

NOTICE OF ANNUAL AND SPECIAL GENERAL MEETING OF SHAREHOLDERS

TO BE HELD ON SEPTEMBER 20, 2019

NOTICE IS HEREBY GIVEN that the annual and special general meeting (the “**Meeting**”) of Trueclaim Exploration Inc. (the “**Company**”) will be held at the offices of McMillan LLP, Suite 1500, 1055 West Georgia Street, Vancouver, British Columbia V6E 4N7 on September 20, 2019 at 10:00 a.m. (Vancouver time) for the following purposes:

1. to receive the audited financial statements of the Company for each of the financial years ended December 31, 2017 and December 31, 2018, together with each of the related auditors’ report thereon;
2. to set the number of directors of the Company for the ensuing year at four (4) persons;
3. to elect directors of the Company to serve from the close of the Meeting until the next annual meeting of the shareholders, or until such time as their successors are duly elected or appointed in accordance with the Company’s constating documents;
4. to appoint MNP LLP, as the auditor of the Company for the ensuing year at a remuneration to be fixed by the Board of Directors;
5. to consider, and if thought advisable, to pass an ordinary resolution to ratify, confirm and approve the Company’s 2014 Stock Option Plan for continuation until the earlier of: (i) the Company’s next annual general meeting; and (ii) the close of the anticipated three-cornered amalgamation transaction (the “**Transaction**”) between the Company and 1205619 B.C. Ltd. (“**Subco**”), a wholly-owned subsidiary of the Company and New Wave Esports Corp. (“**New Wave Esports**”), which Transaction is governed by the amalgamation agreement in which the Company agreed to acquire all of the Shares of New Wave Esports (“**New Wave Esports Shares**”), pursuant to the Amalgamation Agreement between the Company, Subco and New Wave Esports dated June 7, 2019, a copy of which is filed under the Company’s SEDAR profile;
6. to consider and, if thought fit, to pass, with or without variation, an ordinary resolution (the “**Transaction Resolution**”), the full text of which is set forth in Appendix “A” to the accompanying information circular (the “**Information Circular**”), to approve a three-cornered amalgamation (the “**Amalgamation**”) under the laws of the Province of British Columbia pursuant to an amalgamation agreement (the “**Amalgamation Agreement**”) dated June 7, 2019, among the Company, 1205619 B.C. Ltd. (“**Subco**”), a wholly-owned subsidiary of the Company and New Wave Esports Corp. (“**New Wave Esports**”), upon the completion of which the business of New Wave Esports will become the business of the Company (the “**Transaction**”). Prior to the completion of

the Transaction, the Company will consolidate the Company's common shares (the "**Common Shares**") on the basis of one post-consolidation Common Share (each, a "**post-Consolidation Common Share**") for every 1.5 pre-consolidation Common Shares and the Company will change its name to "New Wave Esports Corp." (the "**Resulting Issuer**"). Pursuant to the Amalgamation Agreement, New Wave Esports and Subco will effect the Amalgamation whereby Subco will amalgamate with New Wave Esports under the laws of British Columbia to form an amalgamated entity ("**AmalCo**") and, among other things, each New Wave Esports Shareholder will receive one post-Consolidation Common Share in exchange for each New Wave Esports Share held by such holder, all as more fully set forth in the accompanying Information Circular;

7. to consider, and if thought advisable, to pass an ordinary resolution, contingent upon closing (the "**Closing**") of the Transaction, to ratify, confirm and approve, subsequent to Closing, adoption by the Resulting Issuer of the proposed new 10% rolling Stock Option Plan (the "**Proposed Option Plan**"), and the Options that were granted prior to shareholder approval of the Proposed Option Plan, as detailed in the accompanying Information Circular;
8. to consider, and if thought advisable, to pass an ordinary resolution to ratify, confirm and approve, subsequent to Closing, the adoption by the Resulting Issuer of the proposed new 10% rolling Restricted Share Unit Plan ("**Proposed RSU Plan**") and any and all Restricted Share Units ("**RSUs**") that were granted prior to shareholder approval of the Proposed RSU Plan as detailed in the accompanying Information Circular;
9. to consider, and if deemed advisable, to pass, with or without variation, an ordinary resolution to approve the voluntary delisting of the Company's Common Shares from the TSX Venture Exchange; and
10. to consider, and if deemed advisable, to pass, with or without variation, an ordinary resolution to authorize the Company to apply to the Canadian Securities Exchange (the "**CSE**") to list the Common Shares for trading on the CSE.

At the Meeting shareholders may be asked to consider any permitted amendment to or variation of any matter identified in this Notice and to transact such other business as may properly come before the Meeting or any adjournment thereof.

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to, and is expressly incorporated as a part of, this Notice of Annual General and Special Meeting.

The Company's Board of Directors (the "**Board**") has fixed August 16, 2019 as the record date for the determination of shareholders entitled to notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered shareholder at the close of business on that date is entitled to such notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular.

If you are a registered shareholder of the Company and you are unable to attend the Meeting in person, please complete, date and sign the accompanying form of proxy and deposit it with the Company's transfer agent, Computershare Trust Company of Canada ("**Computershare**") at 100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2Y1 Attention: Proxy Department, not less than 48 hours (excluding

Saturdays, Sundays and Statutory holidays recognized in the Province of Ontario) before the time and date of the Meeting or any adjournment or postponement thereof.

Your vote is important, regardless of the number of Common Shares you own. If you are a registered shareholder (“**Registered Shareholder**”) of the Company, whether or not you plan to attend the Meeting in person, we encourage you to complete, sign, date and return the form of proxy accompanying the Circular, in accordance with the instructions set out in the Proxy and in the Circular, so that your Common Shares can be voted at the Meeting in accordance with your instructions. In order to be effective, your proxy must be deposited with the Company’s registrar and transfer agent, Computershare Trust Company of Canada, at its offices at 100 University Ave., 8th Floor, Toronto, Ontario, Canada, M5J 2Y1, or may be submitted by calling toll-free (1-866-732-VOTE (8683)); or via the internet at (www.investorvote.com) by using the 15-digit control number contained in your form of Proxy, no later than 10:00 a.m. (Pacific Time) on September 18, 2019, and, in any case, not less than 48 hours (excluding weekends and statutory holidays) before the commencement of the Meeting, or of any adjournment or postponement of the Meeting. Voting by proxy will not prevent you from voting in person if you attend the Meeting and revoke your proxy, but will ensure that your vote will be counted if you are unable to attend.

Dated at Vancouver, British Columbia this 22nd day of August, 2019.

BY ORDER OF THE BOARD OF DIRECTORS OF

TRUECLAIM EXPLORATION INC.

“Byron Coulthard”

Byron Coulthard

President and Chief Executive Officer