



Suite #106, 131 Water Street
Vancouver, British Columbia, V6B 4M3
Tel: (604) 568-1598

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting (the “**Meeting**”) of the Shareholders of LOOPShare Ltd. (the “**Company**”) will be held in the Boardroom of the Company located at Suite #106, 131 Water Street Vancouver, British Columbia, V6B 4M3, on Tuesday, June 18, 2019, at 9:00 a.m. (Pacific Time) for the following purposes:

1. To receive and consider the audited consolidated financial statements of the Company for the year ending December 31, 2018 and the report of the auditors thereon.
2. To set the number of directors of the Company at five.
3. To elect Matthew Clayton, Roop Mundi, Olen Aasen, Joel Primus and Tommy Stephenson as directors of the Company on the basis set forth in the accompanying information circular of the Company dated May 10, 2019 (the “**Information Circular**”).
4. To appoint Dale Matheson Carr-Hilton LaBonte LLP, Chartered Professional Accountants, as auditors of the Company for the ensuing year and to authorize the directors to fix the auditor's remuneration.
5. To consider and, if thought fit, pass with or without variation, an ordinary resolution approving and ratifying the Company's amended 10% rolling stock option plan as more particularly described in the Information Circular.
6. To consider and, if thought fit, to pass, with or without variation, an ordinary resolution approving the Company's Advance Notice Policy, as more particularly described in the management information circular accompanying this Proxy.
7. To consider and, if thought fit, pass with or without variation, a special resolution adopting the Company's new Articles as more particularly described in the Information Circular.
8. To transact such other business as may properly come before the Meeting or any adjournment or adjournments thereof.

If you are a registered shareholder and 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 Registrar and Transfer Agent, TSX Trust Company, located at 301 – 100 Adelaide Street West, Toronto, ON, M5H 4H1, at least 48 hours (excluding Saturdays, Sundays and holidays) before the time of the Meeting.

If you are a non-registered shareholder and received this Notice of Meeting and accompanying materials through a broker, a financial institution, a participant, a trustee or administrator of a self-administered retirement savings plan, retirement income fund, education savings plan or other similar self-administered savings or investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the

foregoing that holds your shares on your behalf (an “**Intermediary**”), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

DATED at Vancouver, British Columbia, this 10th day of May, 2019.

BY ORDER OF THE BOARD OF DIRECTORS

“Anwar Sukkarie”

Anwar Sukkarie
Chief Executive Officer and President