

QMI SEISMIC INC.
1250 West Hastings St.
Vancouver, B.C.
V6E 2M6

**NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS
TO BE HELD ON JUNE 16, 2011**

NOTICE IS HEREBY GIVEN that the first annual general meeting (the “**Meeting**”) of the shareholders of QMI SEISMIC Inc. (“**QMI**” or the “**Company**”) will be held at 1250 West Hastings St., Vancouver, B.C., on Thursday, June 16, 2011, at 10:00 a.m. (Vancouver time) for the following purposes:

1. To receive the audited financial statements of the Company for the year ended December 31, 2010 and the report of the auditor on those statements.
2. To fix the number of directors for the ensuing year at three.
3. To elect directors for the ensuing year.
4. To appoint the auditor for the Company for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditor.
5. To consider and, if thought advisable, to pass, with or without variation, an ordinary resolution to affirm, ratify and approve the Company's stock option plan.
6. To approve change of name of the Company to approve the change of business of the Company to resource issuer.
7. To transact such other business as may properly come before the Meeting or any adjournments thereof.

A shareholder entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote in his stead. If you are unable to attend the Meeting in person, please read the Information Circular and enclosed proxy (the “**Proxy**”) and then complete, sign, date and return the Proxy, together with the power of attorney or other authority, if any, under which it was signed, or a notarially certified copy, to the Company’s registrar and transfer agent, Computershare Investor Services Inc., at 510 Burrard Street, 3rd Floor, Vancouver, B.C. V6C 3B9 at least 48 hours (excluding Saturdays, Sundays and holidays) before the time fixed for the Meeting or any adjournment.

As set out in the notes to the Proxy, the Proxy is solicited by management, but you may amend it, if you so desire, by striking out the names listed on it and inserting in the space provided the name of the person you wish to represent you at the Meeting.

Unregistered shareholders who received the Proxy through an intermediary must deliver the proxy in accordance with the instructions given by the intermediary.

DATED at Vancouver, British Columbia, this 20th day of May, 2011.

QMI SEISMIC INC.

(Signed) “*Navchand Jagpal*”

By: Navchand Jagpal.
President and Chief Executive Office