

SURREY CAPITAL CORP.

Notice of Annual and Special Meeting Of Shareholders

NOTICE IS HEREBY GIVEN that the Annual and Special Meeting of the Shareholders of Surrey Capital Corp. (the "**Corporation**") will be held at 133 Richmond Street West, Suite 403, Toronto, Ontario, M5H 1T1 on the 2nd day of April 2015 at the hour of 11:00 AM (Toronto Time) for the following purposes:

1. to receive the Corporation's audited financial statements for the fiscal period ended August 31, 2014 and 2013, together with the report of the auditors thereon;
2. to appoint auditors and to authorize the directors to fix the auditors' remuneration;
3. to consider and, if thought advisable, pass, with or without variation a resolution renewing, the Stock Option Plan of the Corporation (See "**Schedule C**" to the Management Information Circular for the text of the plan and "**Schedule D**" for the resolution);
4. to consider and, if thought advisable, pass, with or without variation a special resolution to fix the number of directors of the Corporation to be elected at the meeting, at five (5), and to empower the board of directors of the Corporation to determine from time to time the number of directors of the Corporation (see "**Schedule E**" to the Management Information Circular);
5. to elect directors;
6. to consider and, if thought advisable, pass, with or without variation an ordinary resolution to acquire all of the issued and outstanding securities of Gestion Mobilman Inc. / Mobilman Management Inc. ("**MM**") (See "**Schedule F**" and "**Schedule I**" to the Management Information Circular);
7. to consider and, if thought advisable, pass, with or without variation a special resolution to fix the number of directors of the Corporation to be elected at the meeting, at six (6) upon the completion of the acquisition of Gestion Mobilman Inc. / Mobilman Management Inc., and to empower the board of directors of the Corporation to determine from time to time the number of directors of the Corporation (see "**Schedule G**" to the Management Information Circular);
8. to elect directors of the Corporation upon the completion of the acquisition of Gestion Mobilman Inc. / Mobilman Management Inc.
9. to consider and, if thought advisable, pass, with or without variation, a special resolution to change the name of the Corporation to Mobilman Corporation or such other name as deemed appropriate by the board of directors, subject to the completion of the proposed transaction (See "**Schedule H**" to the Management Information Circular);
10. to consider and, if thought advisable, pass, with or without variation an ordinary resolution of the shareholders to delist the Corporation's common shares from the TSX Venture Exchange ("**TSXV**") and to have them listed for trading on the Canadian Stock Exchange ("**CSE**") (See "**Schedule I**" to the Management Information Circular); and
11. to transact such further and other business as may properly come before the meeting or any adjournment thereof.

The specific details of the matters proposed to be put before the meeting are set forth in the Management Information Circular. The audited financial statements of the Corporation for the fiscal period ended August 31, 2014 and 2013 along with the auditors' report thereon, a form of proxy, the Management Information Circular, a supplemental mailing list form, and a return envelope accompany this notice.

The board of directors of the Corporation have determined that shareholders registered on the books of the Corporation at the close of business on February 20, 2015 are entitled to notice of the meeting and to vote at the meeting. Shareholders of the Corporation who are unable to attend the meeting in person are requested

to date and sign the enclosed form of proxy and return it in the enclosed envelope. In order to be valid and acted upon at the meeting, forms of proxy must be returned to the Corporation's registrar and transfer agent, Computershare Trust Company of Canada Inc., 100 University Avenue, Suite 800, Toronto, Ontario, M5J 2Y1, on or before 10:15 AM (Toronto time) on the second business day prior to the meeting or if the meeting is adjourned, at least 48 hours prior to the time set for the adjourned meeting, or delivering it to the Chairman of the meeting prior to the commencement of the meeting or any adjournment thereof.

Shareholders who are unable to attend the meeting in person are requested to date, complete, sign and return the enclosed form of proxy so that as large a representation as possible may be had at the meeting.

In the event of a strike, lockout or other work stoppage involving postal employees, all documents required to be delivered by a shareholder should be delivered by facsimile to Computershare Trust Company of Canada Inc. at (416) 364-1827.

DATED at Toronto, Ontario this 25th day of February, 2015.

By Order of the Board

Per: "*Claude Ayache*"
 Claude Ayache
 Director of the Corporation