

**CERTIVE SOLUTIONS INC.**

**NOTICE OF ANNUAL GENERAL AND SPECIAL  
MEETING OF SHAREHOLDERS TO BE HELD ON  
JANUARY 29, 2019**

**NOTICE IS HEREBY GIVEN** that an annual general and special meeting of the shareholders of Certive Solutions Inc. (“**Certive**” or the “**Company**”) will be held in the office of Buckley Dodds LLP Chartered Professional Accountants, Suite 1140, 1185 W Georgia Street, Vancouver, British Columbia at 10:00 a.m. (Vancouver time) on January 29, 2019 (the “**Meeting**”), for the following purposes:

1. to receive the audited consolidated financial statements of the Company for the financial years ended May 31, 2018, May 31, 2017 and May 31, 2016, together with the report of the auditors thereon;
2. to fix the number of directors of the Company at five (5) and to elect the directors (“**Directors**”) of the Company;
3. to consider and, if thought appropriate, to pass, with or without variation, an ordinary resolution re-appointing Buckley Dodds LLP, Chartered Accountants, as auditors of the Company for the ensuing year and to authorize the directors to fix the remuneration of the auditors, as more particularly set out in the accompanying management information circular (the “**Circular**”);
4. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution, substantially in the form set out in the accompanying Circular, approving the incentive stock option plan of the Company (the “**Stock Option Plan**”);
5. To consider and, if thought fit, to pass a special resolution adopting new articles of the Company in replacement of the existing articles as more particularly described in the Circular; and
6. to transact such further and other business as may properly come before the Meeting or any adjournment thereof.

Details of the foregoing matters are contained in the accompanying Circular of the Company.

If you are a registered Shareholder of Certive and unable to attend the Meeting in person, please complete, date and sign the accompanying form of proxy and deposit it with Certive’s transfer agent, **Computershare Trust Company of Canada, c/o the Proxy Department, 510 Burrard Street, 3rd Floor, Vancouver, BC, V6C 3B9, on or before 10:00 a.m. (Vancouver time) on January 25, 2019**, or at least 48 hours, excluding Saturdays, Sundays and holidays, before any adjournment or postponement of the Meeting at which the proxy is to be used, or by delivering it to the Chair of the Meeting before the time of voting on the day of the Meeting or any adjournment thereof.

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 securities on your behalf (the “**Intermediary**”), please complete and return the

materials in accordance with the instructions provided to you by your Intermediary.

DATED: December 24, 2018.

**BY ORDER OF THE BOARD OF  
DIRECTORS**

*(signed) "Tom Marreel"*

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Chief Executive Officer