

**BETHPAGE CAPITAL CORP.**  
Suite 717 – 1030 West Georgia Street  
Vancouver, BC V6E 2Y3  
Telephone: (604) 639-9052

**NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that an Annual General Meeting (the “**Meeting**”) of the holders of common shares of Bethpage Capital Corp. (the “**Company**”) will be held at the office of the Company’s legal counsel, Farris, Vaughan, Wills & Murphy LLP, 25<sup>th</sup> Floor, 700 West Georgia Street, Vancouver, BC, V7Y 1B3, on Friday, July 8, 2016 at 10:00 a.m. Pacific Time for the following purposes:

1. To receive and consider the audited financial statements of the Company for the fiscal year ended December 31, 2015, and the Auditor’s Report thereon;
2. To fix the number of Directors for the ensuing year at three (3);
3. To elect Directors for the ensuing year;
4. To appoint Dale Matheson Carr-Hilton Labonte LLP, Chartered Accountants, as the Company’s Auditor for the ensuing year and to authorize the Directors to fix the remuneration to be paid to the Auditor;
5. To re-approve the Company’s Stock Option Plan; and
6. To transact such other business as may come before the Meeting.

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting.

**A shareholder who is unable to attend the Meeting in person and who wishes to ensure that such shareholder’s shares will be voted at the Meeting is requested to complete, date and sign the enclosed form of proxy and deliver it in accordance with the instructions and proxy deposit deadlines set out in the form of proxy and in the information circular.** As set out in the enclosed Information Circular to the Form of Proxy, the enclosed proxy is solicited by management and the proposed proxy nominees named in the Form of Proxy, have been appointed by management. However, you may amend the proposed proxy nominees if you so desire, by striking out the names listed therein and inserting in the space provided, the name of the person you wish to represent you at the Meeting.

DATED at the City of Vancouver, in the Province of British Columbia, as of June 7, 2016.

**BY ORDER OF THE BOARD OF DIRECTORS**

*“Vince Sorace”*

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Vince Sorace  
President and Director