

**ALEXANDRA CAPITAL CORP.**  
2075 West 37<sup>th</sup> Avenue  
Vancouver, British Columbia, V6M 1N7  
Tel: (604) 687-6991 Fax: (604) 688-2687

**NOTICE OF ANNUAL AND SPECIAL MEETING OF COMMON SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that an annual and special meeting (the “**Meeting**”) of the holders of common shares of Alexandra Capital Corp. (the “**Corporation**”) will be held at **2075 West 37<sup>th</sup> Avenue, Vancouver, British Columbia, V6M 1N7, on April 12, 2013 at 10:00 a.m.** (Vancouver time), for the following purposes:

1. To receive and consider the audited annual financial statements of the Corporation for the financial years ended November 30, 2012 and 2011, and the report of the auditors thereon;
2. To fix the number of directors at three (3), subject to the Corporation’s Articles of Incorporation, whereby the directors of the Corporation, between the Meeting and the next annual meeting of shareholders, may appoint additional directors not exceeding one-third (1/3) of the number of directors holding office at the expiration of the Meeting to serve until the next annual meeting;
3. To approve the election of Suzanne Wood, Timothy Crowhurst and Blake Olafson as Directors of the Corporation to hold office until the next annual general meeting of the Corporation, or until their successors are elected or appointed. **THE MANAGEMENT DOES NOT CONTEMPLATE THAT ANY OF THE NOMINEES WILL BE UNABLE TO SERVE AS A DIRECTOR. IN THE EVENT THAT PRIOR TO THE MEETING ANY VACANCIES OCCUR IN THE SLATE OF NOMINEES HEREIN LISTED IT IS INTENDED THAT DISCRETIONARY AUTHORITY SHALL BE EXERCISED BY MANAGEMENT TO VOTE THE PROXY FOR THE ELECTION OF ANOTHER PERSON OR PERSONS AS DIRECTORS;**
4. To appoint MNP LLP, Chartered Accountants, as the auditors of the Corporation for the ensuing year and to authorize the Board to fix the auditors’ remuneration;
5. To consider and, if thought appropriate, to pass, with or without variation, a special resolution, exclusive of Non Arm’s-Length Parties, as more particularly set forth in the accompanying Management Information Circular, approving the transfer of listing to the NEX Board of the Exchange (“NEX”) and the cancellation of 4,000,000 common shares currently held in escrow by Non Arm’s-Length Parties of the Corporation, in the event that the Corporation is unable to complete its Qualifying Transaction within the time frame prescribed by the TSX-Venture Exchange, and;
6. To transact such other business as may be properly brought before the Meeting or any adjournment thereof.

The nature of the business to be transacted at the Meeting is described in further detail in the Information Circular. Only shareholders of record as of the close of business on March 6, 2013 are entitled to notice of and to attend the Meeting or any adjournment or adjournments thereof and to vote thereat.

**Registered Shareholders:** Every registered shareholder of common shares at the close of business on the Record Date is entitled to receive notice of and to attend and vote such common shares at the Meeting. Registered Shareholders who are unable to attend the Meeting in person and who wish to ensure that their common shares will be voted at the Meeting are requested to complete, sign and deliver the enclosed form of proxy c/o Proxy Dept., Computershare Investor Services Inc., 100 University Avenue, 9th Floor, Toronto, Ontario M5J 2Y1. In order to be valid and acted upon at the Meeting, forms of proxy must be returned to the aforesaid address not later than 48 hours (excluding Saturdays, Sundays and holidays) before the time set for the holding of the Meeting or any adjournments thereof. Further instructions with respect to the voting by proxy are provided in the form of proxy and in the Information Circular accompanying this Notice.

***Non-Registered Shareholders:*** Shareholders may beneficially own common shares that are registered in the name of a broker, another intermediary or an agent of that broker or intermediary (“**Non-Registered Shareholders**”). Without specific instructions, intermediaries are prohibited from voting shares for their clients. **If you are a Non-Registered Shareholder, it is vital that the voting instruction form provided to you by your broker, intermediary or its agent is returned according to their instructions, sufficiently in advance of the deadline specified by the broker, intermediary or agent, to ensure that they are able to provided voting instructions on your behalf.**

**DATED** this 6<sup>th</sup> day of March, 2013.

**BY ORDER OF THE BOARD OF DIRECTORS OF  
ALEXANDRA CAPITAL CORP.**

(signed) “*Suzanne Wood*”  
President, Chief Executive and Chief Financial Officer, Secretary  
and Director