

**GLOBALIVE TECHNOLOGY INC.
(the "Corporation")**

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

Notice is hereby given that the annual general and special meeting ("**Meeting**") of the holders (the "**Shareholders**") of common shares ("**Common Shares**") of Globalive Technology Inc. ("**Globalive Technology**" or the "**Corporation**") will be held at 48 Yonge Street, Suite 1200, Toronto, Ontario M5E 1G6 at 11:00 a.m. (Toronto time) on June 20, 2019.

The Meeting is called for the following purposes:

- (1) to present the Shareholders with the annual financial statements of the Corporation for the financial year ended December 31, 2018, together with the report of the independent auditor of the Corporation thereon;
- (2) to consider, and if thought advisable, to pass, with or without amendment, an ordinary resolution confirming the re-appointment of PricewaterhouseCoopers LLP as the Corporation's auditor for the financial year ending December 31, 2019 and authorizing the Corporation's board of directors to fix the auditor's compensation (the "**Auditor Resolution**");
- (3) to elect the directors of the Corporation for the coming year;
- (4) to consider, and if thought advisable, to pass, with or without amendment, an ordinary resolution (the "**Incentive Resolution**"), to be approved by a majority of the Common Shares voted by disinterested Shareholders at the Meeting in accordance with Sections 3.10 and 5.1(b) of Policy 4.4 of the TSX Venture Exchange, approving amendments to the exercise price for the awards issued to certain insiders of the Corporation under the 2018 Omnibus Equity Incentive Compensation Plan (the "**Equity Incentive Plan**") of the Corporation;
- (5) to consider, and if thought advisable, to pass, with or without amendment, an ordinary resolution (the "**Compensation Resolution**") to be approved by a majority of the Common Shares voted by Shareholders at the Meeting, excluding shares held by Globalive Capital Inc. ("**GCI**") or Anthony Lacavera, authorizing the Corporation to pay its Chief Executive Officer his salary for the next year quarterly, in arrears, by issuing Common Shares to him on a private placement basis at the then-current market price, rather than paying his salary in cash;
- (6) to consider, and if thought advisable, to pass, with or without amendment, a special resolution (the "**Preferred Share Resolution**") to be approved by at least two-thirds (2/3) of the Common Shares voted by Shareholders at the Meeting authorizing an amendment to the articles of the Corporation to create a new class of preferred shares, issuable in series, with such rights, privileges and restrictions attaching to each series to be established and approved by the directors of the Corporation from time to time; and

- (7) to vote on any other matters, which may properly be brought before the Meeting or any adjournment thereof.

Please see the enclosed management information circular (the “**Circular**”) for more information on the matters to be voted on at the Meeting.

Shareholders of record at the close of business on May 16, 2019 will be entitled to vote at the Meeting and are encouraged to participate either in person or by proxy.

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, date and sign the enclosed form of proxy, or another suitable form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the Circular. **To be valid, proxies must be deposited with the Corporation or with Computershare Trust Company of Canada on or before 11:00 a.m. EST on June 18, 2019 or, in the event that the Meeting is adjourned, by no later than 48 hours prior to the Meeting.**

Non-registered Shareholders who plan to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form to ensure that their shares will be voted at the Meeting. If you hold your shares in a brokerage account you are not a registered shareholder.

By order of the Board of Directors of Globalive Technology.

(signed) “*Anthony Lacavera*”

Anthony Lacavera
Chief Executive Officer
May 17, 2019 at Toronto, Ontario