



**2150 Cyrille-Duquet Street, Suite 100  
Quebec City, Quebec  
G1N 2G3**

**2019**

**ANNUAL GENERAL AND SPECIAL MEETING**

**of**

**NURAN WIRELESS INC.**

**Location:**

**2150 Cyrille-Duquet Street, Suite 100  
Quebec City, Quebec G1N 2G3**

**Time:**

**10:00 a.m.**

**Date:**

**Tuesday, December 10, 2019**



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G1N 2G3

## NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

### TO THE SHAREHOLDERS:

**NOTICE IS HEREBY GIVEN** that the annual general and special meeting (the **"Meeting"**) of NuRAN Wireless Inc. (the **"Company"**) will be held at the offices of #2150 Cyrille-Duquet Street, Suite 100, Quebec City, Quebec, on Tuesday, December 10, 2019 at the hour of 10:00 a.m. (Eastern Standard Time) for the following purposes:

- (1) to receive the audited financial statements of the Company for the financial year ended October 31, 2018, together with the auditor's report on those financial statements;
- (2) to set the number of directors of the Company for the ensuing year at five (5);
- (3) to elect directors for the ensuing year;
- (4) to appoint Raymond Chabot Grant Thornton, Chartered Accountants as the auditors of the Company for the ensuing fiscal year ending October 31, 2019, at a remuneration to be fixed by the board of directors of the Company (the **"Board"**);
- (5) to consider and, if thought fit, to approve the Company's stock option plan; and
- (6) to transact such further or other business as may properly come before the Meeting and any adjournment or postponement thereof.

The accompanying information circular (the **"Information Circular"**) provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this Notice of Meeting.

The Board has fixed November 5, 2019, as the record date for the determination of shareholders entitled to receive notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered shareholder at the close of business on that date is entitled to receive such notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular.

If you are a registered shareholder of the Company and unable to attend the Meeting in person, please complete, date and sign the accompanying form of proxy and deposit it with the Company's transfer agent, Computershare Investor Services Inc., 8<sup>th</sup> Floor, 100 University Avenue, Toronto, Ontario, M5J 2Y1 or Telephone 1.866.732.8683, at least 48 hours (excluding Saturdays, Sundays and holidays recognized in the Province of Quebec) before the time and date of the Meeting or any adjournment or postponement thereof.

If you are a non-registered shareholder of the Company and have 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 at Vancouver, British Columbia, this 13<sup>th</sup> day of November, 2019.

By Order of the Board

"Maxime Dumas"  
**Maxime Dumas**  
President and CEO