

**POOL SAFE INC.
(PREVIOUSLY POUNDER VENTURE CAPITAL CORP.)**

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT AN ANNUAL GENERAL AND SPECIAL MEETING (the “**Meeting**”) of holders of common shares (“**Common Shares**”) of Pool Safe Inc. (previously Pounder Venture Capital Corp. and herein referred to as “**Pool Safe**” or the “**Corporation**”) will be held at the offices of ABRAHAMS LLP, Barristers & Solicitors, 488 Huron Street, Toronto, Ontario M5R 2R3, on Friday June 30, 2017 at 10:00 a.m. (Toronto time) for the following purposes:

1. to receive and consider the audited financial statements of the Corporation for the financial year ended December 31, 2016, and the report of the auditor thereon;
2. to fix the number of directors of the Corporation at five (5);
3. to elect directors of the Corporation for the ensuing year, as more particularly set forth in the accompanying proxy and management information circular dated May 24, 2017, and prepared for the purpose of the Meeting (the “**Management Information Circular**”);
4. to appoint Wasserman Ramsay Chartered Accountants as the auditors of the Corporation for the ensuing year and to authorize the Audit Committee of the Board of Directors of the Corporation to fix the auditors’ remuneration, as more particularly set forth in the accompanying Management Information Circular;
5. to consider and, if thought appropriate, to pass, with or without variation, an ordinary resolution re-approving and ratifying the stock option plan of the Corporation, as more particularly set forth in the accompanying Management Information Circular; and
6. to transact such other business as may be properly brought before the meeting or any adjournment(s) thereof.

DATED this 24th day of May, 2017.

BY ORDER OF THE BOARD OF DIRECTORS

“David Berger”

David Berger

Chief Executive Officer and Director

NOTE:

The nature of the business to be transacted at the Meeting is described in further detail in the accompanying Management Information Circular of the Corporation. It is desirable that as many Common Shares as possible be represented at the Meeting. If you do not expect to attend the Meeting and would like your Common Shares represented, please complete the enclosed instrument of proxy and return it as soon as possible in the envelope provided for that purpose. All proxies, to be valid, must be received by TSX Trust Company, Suite 300, 200 University Avenue, Toronto, Ontario, M5H 4H1 at least forty-eight (48) hours, excluding Saturdays, Sundays and holidays, in the City of Toronto, before the Meeting or any adjournment thereof. Late proxies may be accepted or rejected by the Chairman of the Meeting in his discretion, and the Chairman is under no obligation to accept or reject any particular late proxy.