

NETWORK MEDIA GROUP INC.
1488 Frances Street, Vancouver, British Columbia, Canada V5L 1Y9
Tel: (604) 739-8825 /Fax: (604) 909-2895

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual General Meeting (the “**Meeting**”) of NETWORK MEDIA GROUP INC. (the “**Company**” or “**Network**”) will be held at the Company’s offices located at 1488 Frances Street, Vancouver, BC, V5L 1Y9, on Tuesday, June 27, 2017, at 11:00 a.m. (Pacific Standard Time) for the following purposes:

1. To receive and consider the audited consolidated financial statements of the Company for its financial year ended November 30, 2016, together with the report of the auditor thereon;
2. To fix the number of Directors to be elected at six (6);
3. To elect directors of the Company;
4. To re-appoint Wolrige Mahon LLP as auditors of the Company for the ensuing year at a remuneration to be fixed by the board of directors; and
5. To transact such other proper business as may come before the Meeting or any adjournment or postponement thereof.

The Company’s Board of Directors has fixed May 23, 2017, as the record date for the determination of shareholders entitled to notice of and to vote at the Meeting and at any adjournment or postponement thereof.

Accompanying this Notice of Annual General Meeting are: (a) the Management Information Circular, which provides additional information relating to the matters to be dealt with at the Meeting; and (b) a form of Proxy (“Proxy”) or Voting Instruction Form (“VIF”). Please note, shareholders who wish to receive the Company’s future annual and/or interim financial statements and management’s discussion and analysis thereon, must “opt-in” to receive these materials by selecting the box contained on the enclosed Proxy or VIF.

Shareholders who cannot attend the Meeting in person may vote by proxy if a registered shareholder or by providing voting instructions if a non-registered shareholder. Instructions for voting in both manners are included in the accompanying Management Information Circular, the form of Proxy and/or VIF.

To be valid, Proxies and VIFs must be received by Computershare Investor Services Inc., the Company’s transfer agent (“Computershare”), at 8th Floor, 100 University Avenue, Toronto, Ontario, M5J 2Y1 by 11:00 a.m. PST on June 25, 2017.

If you a non-objecting non-registered shareholder, and receive a VIF from Computershare, please complete and return the form in accordance with the instructions, otherwise you may lose your right to vote at the Meeting.

If you are an objecting non-registered shareholder and receive these materials through your broker or another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or such other intermediary, otherwise you may lose you right to vote at the Meeting.

DATED at Vancouver, British Columbia, this 23rd day of May, 2017.

By Order of the Board of Directors
of Network Media Group Inc.

(signed) “*Derik A. Murray*”

DERIK MURRAY
Chief Executive Officer