

**SERNOVA CORP.**  
**Suite 114, 700 Collip Circle, London, Ontario, N6G 4X8**  
**Telephone 1-519-858-5185 Fax 1-519-858-5099**

**NOTICE OF ANNUAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN THAT** the annual meeting (the “Meeting”) of shareholders of Sernova Corp. (the “Corporation”) will be held at the offices of McMillan LLP, 1500-1055 West Georgia Street, Vancouver, British Columbia V6E 4N7 on Wednesday, April 26, 2017, at 9:00 a.m. (Pacific time), for the following purposes:

- (1) to receive the consolidated financial statements of the Corporation for its fiscal year ended October 31, 2016, the report of the auditor thereon and related management’s discussion and analysis;
- (2) to elect the directors of the Corporation for the ensuing year;
- (3) to appoint the auditor of the Corporation for the ensuing year and to authorize the directors to fix the auditor’s remuneration;
- (4) to consider, and if thought fit, pass a resolution to ratify and approve the Corporation’s current Share Option Plan component of its equity incentive plan, (the Share Option Plan and Deferred Share Unit Plan, together the “Incentive Plan,”) for continuation until the next annual meeting of the shareholders; and
- (5) to transact such other business as may properly come before the Meeting or any adjournment thereof.

The specific details of the matters proposed to be put before the Meeting is set forth in the Management Proxy Circular which accompanies this Notice of Meeting.

**DATED** at London, Ontario this 20<sup>th</sup> day of March, 2017.

**BY ORDER OF THE BOARD OF DIRECTORS**

*“Dr. Philip Toleikis”*

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Dr. Philip Toleikis  
President and Chief Executive Officer

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**NOTES:**

1. A Management Proxy Circular and Proxy accompany this Notice of Meeting. Registered shareholders who are unable to be present at the Meeting are kindly requested to specify on the accompanying form of proxy the manner in which the shares represented thereby are to be voted, and to sign, date, and return same in accordance with the instructions set out in the Proxy and the Management Proxy Circular.
2. As provided in the *Canada Business Corporations Act*, the directors have fixed a record date of March 13, 2017. Accordingly, persons who are registered as shareholders on the books of the Corporation at the close of business on March 13, 2017 are entitled to notice of the Meeting.
3. If you are a 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 intermediary.