

BEWHERE HOLDINGS INC.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Annual General Meeting (the “**Meeting**”) of the shareholders of BeWhere Holdings Inc. (the “**Company**”) will be held on Wednesday, May 8, 2019, at 4:00 p.m. (Eastern time) at The National Club, 303 – Bay Street, Toronto, Ontario, for the following purposes:

1. to receive the audited financial statements of the Company for the fiscal year ended December 31, 2018, together with the auditors’ reports thereon;
2. to elect directors for the ensuing year;
3. to appoint auditors for the ensuing year; and
4. to transact such further and other business as may properly be brought before the meeting or any adjournment thereof.

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting.

Registered shareholders who are unable to attend the Meeting in person and who wish to ensure that their 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 Information Circular.

An unregistered shareholder who plans to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form to ensure that such shareholder’s shares will be voted at the Meeting. If you hold your shares in a brokerage account you are not a registered shareholder.

SHAREHOLDERS ARE REMINDED TO REVIEW THE INFORMATION CIRCULAR BEFORE VOTING.

Dated at Etobicoke, Ontario this 4th day of April, 2019.

BY ORDER OF THE BOARD

(Signed) “*Owen Moore*”
Owen Moore
Chief Executive Officer