

## GRANIZ MONDAL INC.

### NOTICE OF THE ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

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NOTICE IS HEREBY GIVEN THAT the annual and special meeting (the “**Meeting**”) of shareholders (“**Shareholders**”) of Graniz Mondal Inc. (the “**Corporation**”) will be held at the Hotel L’Oiselière, 165-A Route du Président-Kennedy, Lévis, Québec, G6V 6E2 on Friday, **August 11, 2017 at 10:00 a.m.** (Québec time), for the following purposes :

1. to present the audited financial statements of the Corporation for the financial year ended March 31<sup>st</sup>, 2017, as well as the auditors' report thereon (the “**Financial Statements**”);
2. to elect the directors of the Corporation for the ensuing year;
3. to appoint the auditors for the ensuing year and to authorize the directors to fix their remuneration;
4. to consider and, if deemed advisable, to pass a special resolution approving a share consolidation of the common shares of the Corporation;
5. to consider and, if deemed advisable, to approve a special resolution to change the Corporation’s name to “NanoXplore Inc.”, or such other name as the directors of the Corporation determine is appropriate;
6. to reapprove the Corporation’s amended rolling stock option plan, as more particularly described in the accompanying circular;
7. to consider and, if deemed advisable, to pass a resolution approving the amendment to the stock option plan of the Corporation;
8. to consider and, if deemed advisable, to pass a resolution approving the issuance of new options including the reissuance of previously granted stock options;
9. to consider and, if deemed advisable, to pass a resolution approving the conversion of debt into common shares of the Corporation;
10. to consider and, if deemed advisable, to pass a resolution approving the return of its option to acquire a 75% interest in the Mousseau West property to its owners; and
11. to transact such other business that may properly be brought before the meeting or any postponement or adjournment thereof.

Lévis, July 10, 2017.

**By order of the Board of Directors,**

*(s) Berthe A. Lambert*

Chair and Chief Executive Officer

The details of all matters proposed to be put before the Shareholders at the Meeting are set forth in the accompanying management information circular and proxy form of the Corporation dated July 10, 2017 (the “**Circular**”). Electronic versions of the Financial Statements and the management’s discussion and analysis for the financial year ended March 31, 2017 (collectively, the “**Financial Materials**”), the Circular and the form of proxy may be accessed on the Corporation’s SEDAR profile at [www.sedar.com](http://www.sedar.com).

Should you wish to receive paper copies of the Financial Materials prior to the Meeting, please contact the Corporation’s transfer agent, TSX Trust Company (“**TSX Trust**”) at 1-514-395-5964, or the Corporation at 1- 418-564-8834, or send an email to [info@granizmondal.com](mailto:info@granizmondal.com), and we will send them by postal delivery at no cost within three business days of your request. We must receive your request no later than 5:00 p.m. (Québec time) on August 2, 2017 to ensure you will receive paper copies in advance of the deadline to submit your vote.

Shareholders may exercise their rights by attending the Meeting or by completing a form of proxy. Those who are unable to attend the Meeting in person are urged to complete and return the enclosed form of proxy to the Corporation’s transfer agent, TSX Trust at 200 University Ave., Suite 300, Toronto,

Ont. M5H 4H1, facsimile 416-595-9593. In order to be valid and acted upon at the Meeting, forms of proxy must be received at the aforesaid address or facsimile number not later than 10:00 a.m. (Québec time) on August 9, 2017 or not less than 48 hours (excluding Saturdays, Sundays and holidays) prior to any adjournment of the Meeting.