



AIRBOSS OF AMERICA CORP.

**AIRBOSS OF AMERICA CORP.
16441 YONGE STREET
NEWMARKET, ONTARIO
L3X 2G8**

NOTICE OF 2017 ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting (the "Meeting") of shareholders of AirBoss of America Corp. (the "Company") will be held at Magna Golf Club located at 14780 Leslie Street, Aurora, Ontario on Thursday, May 11, 2017, at 4:30 p.m. (Toronto time) for the following purposes:

- (a) to receive the Company's 2016 Annual Report containing the financial statements for the year ended December 31, 2016, together with the report of the auditors thereon;
- (b) to elect the directors of the Company for the ensuing year;
- (c) to appoint the auditors for the ensuing year and authorize the directors of the Company to fix their remuneration;
- (d) to vote on a resolution ratifying and confirming By-Law No. 2 (Advance Notice Requirements), By-Law No. 3 (Increase to Shareholder Meeting Quorum Requirements) and By-Law No. 4 (Amendments to Permit Electronic Transfer of Securities) of the Company adopted by the board of directors of the Company on August 12, 2016; and
- (e) to transact such other business as may properly come before the Meeting or any adjournments or postponements thereof.

The accompanying Management Information Circular provides additional information relating to matters to be dealt with at the Meeting and forms part of this Notice.

The 2016 Annual Report, which includes the Management's Discussion and Analysis of financial condition and results of operations, the consolidated financial statements of the Company and the auditors' report to the shareholders of the Company for the financial year ended December 31, 2016, when requested, accompanies this notice and is posted on the Company's website at www.airbossofamerica.com and on SEDAR at www.sedar.com.

The Board of Directors of the Company has fixed the close of business on April 6, 2017 as the record date for the determination of the shareholders entitled to receive notice of and to vote at the Meeting. A registered shareholder wishing to be represented by proxy at the Meeting or any adjournment or postponement thereof must (i) deposit his or her duly executed form of proxy with the Company's transfer agent, Computershare Investor Services Inc., 100 University Avenue, 8th Floor, Toronto, Ontario M5J 2Y1, by no later than 5:00 pm. (Toronto time) on Tuesday, May 9, 2017 or if the Meeting is adjourned or postponed, no later than 48 hours (excluding Saturday, Sunday and holidays) before the time of the Meeting, or (ii) deposit the form of proxy with the Chairman at the Meeting prior to the commencement of the Meeting or any adjournments or postponements thereof at which the proxy is to be used.

Shareholders who are unable to attend the Meeting in person, are requested to date, complete, sign, and return the enclosed form of proxy so that as large a representation as possible may be had at the Meeting.

DATED at Newmarket, Ontario this 10th day of April, 2017.

BY ORDER OF THE BOARD OF DIRECTORS

(signed) Darren Wasylucha
Senior Executive Vice-President and
Secretary