

## RESVERLOGIX CORP.

### NOTICE OF ANNUAL AND SPECIAL MEETING TO BE HELD ON SEPTEMBER 12, 2018

To: The holders of common shares (the “**Common Shares**”):

TAKE NOTICE that an Annual and Special Meeting (the “**Meeting**”) of the shareholders of Resverlogix Corp. (the “**Corporation**”) will be held on Wednesday, September 12, 2018 at 1:00 p.m. (Calgary time), at Mount Royal University, Roderick Mah Centre for Continuous Learning, Ross Glen Hall (Room EC1040), 4825 Mount Royal Gate SW, Calgary, Alberta for the following purposes:

1. to receive the audited financial statements of the Corporation for the year ended April 30, 2018 and the report of the auditors thereon;
2. to set the number of directors to be elected at the Meeting at six (6);
3. to elect directors for the ensuing year as described in the Management Information Circular accompanying this Notice (the “**Management Information Circular**”);
4. to appoint auditors for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditors;
5. to consider, and if thought fit, approve, with or without modification, an ordinary resolution approving the unallocated options, rights and other entitlements available under the Corporation’s security based compensation plans, as more particularly set forth in the Management Information Circular;
6. to consider, and if thought fit, approve, with or without modification, a special resolution approving an amendment to the Corporation’s articles to consolidate the issued and outstanding Common Shares on the basis of one (1) post-consolidation Common Share for up to every five (5) pre-consolidation Common Shares; and
7. to transact such other business that may properly come before the Meeting or adjournments thereof.

The details of all matters to be put before shareholders at the Meeting are set forth in the Management Information Circular accompanying this Notice of Meeting. At the Meeting, shareholders will be asked to consider and vote on each of the foregoing items.

The board of directors has fixed the close of business on July 27, 2018 as the record date for determining holders of Common Shares who are entitled to notice of and to attend and vote at the Meeting.

Holders of Common Shares who are unable to be present at the Meeting are requested to complete and return the accompanying form of proxy to the Corporation’s registrar and transfer agent, Computershare Trust Company of Canada, by mail to 135 West Beaver Creek, P.O. Box 300, Richmond Hill, ON L4B 4R5, by hand at 8<sup>th</sup> Floor, 100 University Avenue, Toronto, Ontario, M5J 2Y1 (Attention: Proxy Department), or by phone or internet pursuant to the instructions provided in the form of proxy, prior to 1:00 p.m., Calgary time, on September 10, 2018, or at least forty-eight (48) hours, excluding Saturdays, Sundays and statutory holidays, preceding any adjournment of the Meeting. Late proxies may be accepted or rejected by the Chairman of the Meeting in his discretion, and the Chairman is under no obligation to accept or reject any particular late proxy.

Your participation as a shareholder is very important to the Corporation. Please ensure your Common Shares are represented at the Meeting.

DATED at Calgary, Alberta, this 27<sup>th</sup> day of July, 2018.

**BY ORDER OF THE BOARD OF DIRECTORS**

(signed) "*Donald J. McCaffrey*"

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Donald J. McCaffrey  
Chairman, President, CEO and Secretary