

**UNISYNC CORP.**

**NOTICE OF ANNUAL AND SPECIAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** the Annual and Special Meeting of the shareholders of Unisync Corp. (the "Corporation" or "Unisync") will be held at Suite 1328 – 885 West Georgia Street, Vancouver, B.C. at 10:00 a.m. (Pacific time) on May 29, 2019 for the following purposes:

1. to place before the meeting the directors' report to the shareholders, the audited financial statements of the Corporation for the fiscal year ended September 30, 2018 and the report of the auditors thereon;
2. to re-appoint MNP LLP, Chartered Accountants, as the auditor of the Corporation and to authorize the directors to fix their remuneration;
3. to elect directors;
4. to approve a "rolling" incentive stock option plan and the reservation of 10% of the outstanding Common Shares for issuance under the plan;
5. to transact such other business as may be properly transacted at such Meeting or at any adjournment thereof.

Specific details of the matters to be addressed at the Meeting are contained in the Information Circular addressed to the shareholders of the Corporation which, together with the form of proxy accompanying this notice, form a part hereof and must be read in conjunction herewith.

Holders of Common Shares of record at the close of business on April 23, 2019 will be entitled to notice of, to attend and vote at the meeting either in person or by proxy.

**Shareholders who do not expect to attend the meeting in person are urged to complete, sign, date and return the Instrument of Proxy. The proxy must be delivered to Computershare Investor Services Inc., 100 University Avenue, 9<sup>th</sup> Floor, Toronto, ON M5J 2Y1 no later than 48 hours prior to the meeting time.**

Dated this 1<sup>st</sup> day of May, 2019

**BY ORDER OF THE BOARD OF DIRECTORS**

"Douglas F. Good"

Douglas F. Good  
Executive Chairman