

FISSION 3.0 CORP.

700 – 1620 Dickson Avenue
Kelowna, BC V1Y 9Y2

NOTICE OF ANNUAL AND SPECIAL MEETING

TAKE NOTICE that the annual and special meeting (the “Meeting”) of the shareholders of **FISSION 3.0 CORP.** (the “Company”) will be held on December 15, 2016 at 700 – 595 Howe Street, Vancouver, BC at 2:00 pm (Vancouver time) for the following purposes:

1. To receive the audited financial statements of the Company for the year ended June 30, 2016 and the report of the auditor thereon;
2. To elect directors for the ensuing year;
3. To appoint PricewaterhouseCoopers LLP Chartered Professional Accountants, as the auditor for the Company, and to authorize the directors to fix the remuneration to be paid to the auditor;
4. To consider, and if deemed appropriate, to pass with or without variation, an ordinary resolution confirming amendments to the Company's By-Law No. 1 which has been approved and adopted by the directors of the Company, which amendments: (i) increase the quorum requirement for meetings of shareholders; (ii) increase the quorum requirement for meetings of directors; and (iii) add an advance notice provision for nominations of directors by shareholders, the full text of such resolution is set out in the accompanying management information circular;
5. To approve the Company's stock option plan for the ensuing year, as more fully set forth in the information circular accompanying this notice; and
6. To transact such other business as may be brought before the Meeting.

The accompanying information circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this notice.

If you are unable to attend the Meeting in person, please complete, sign and date the enclosed form of proxy and return the same in the enclosed return envelope provided for that purpose within the time and to the location set out in the form of proxy accompanying this notice.

DATED at Kelowna, British Columbia, this 15th day of November, 2016.

BY ORDER OF THE BOARD

“Phil Morehouse”

Phil Morehouse, President