



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 14, 2017 at 704 – 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, 2017 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 thought appropriate, to pass, with or without variation, a special resolution to approve the consolidation of the Company's issued and outstanding common shares on the basis of one (1) post-consolidation common share for up to five (5) pre-consolidation common shares, as more particularly described in the information circular accompanying this notice;
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 31st day of October, 2017.

BY ORDER OF THE BOARD

"Phil Morehouse"

Phil Morehouse, President