



NEPTUNE DASH

NOTICE AND ACCESS NOTIFICATION TO SHAREHOLDERS ANNUAL GENERAL MEETING OF SHAREHOLDERS TO BE HELD ON MARCH 25, 2020

You are receiving this notification as Neptune Dash Technologies Corp. (the “Corporation”) has decided to use the notice and access model for the delivery of its information circular to its shareholders in respect of its annual general meeting of shareholders to be held on March 25, 2020 (the “Meeting”). Under notice and access, instead of receiving paper copies of the Corporation’s management information circular (the “Information Circular”), shareholders are receiving this notice with information on how they may access the Information Circular electronically. However, together with this notification, shareholders continue to receive a proxy or voting instruction form, as applicable, enabling them to vote at the Meeting. The use of this alternative means of delivery is more environmentally friendly as it will help reduce paper use and the Corporation’s carbon footprint and it should also reduce the Corporation’s printing and mailing costs.

MEETING DATE AND LOCATION:

Date: Wednesday, March 25, 2020
Time: 10:00 a.m. (Vancouver time)
Location: Gowling WLG (Canada) LLP, Suite 2300, 550 Burrard Street, Bentall 5, Vancouver, British Columbia

SHAREHOLDERS WILL BE ASKED TO CONSIDER AND VOTE ON THE FOLLOWING MATTERS:

1. **FINANCIAL STATEMENTS:** To receive the audited financial statements for the fiscal year ended August 31, 2019 and the report of the auditors therein. **Please refer to the sub-section in the Information Circular under the heading “PARTICULARS OF MATTERS TO BE ACTED UPON – Receipt of Financial Statements”.**
2. **ELECTION OF DIRECTORS:** To fix the number of directors at five (5) and to elect five (5) directors. **Please refer to the sub-section in the Information Circular under the heading “PARTICULARS OF MATTERS TO BE ACTED UPON – Election of Directors”.**
3. **APPOINTMENT OF AUDITOR:** To appoint Manning Elliott LLP, Chartered Professional Accountants, as auditors for 2020 and to authorize the Board of Directors to fix the auditors’ remuneration. **Please refer to the sub-section in the Information Circular under the heading “PARTICULARS OF MATTERS TO BE ACTED UPON – Appointment of Auditor”.**
4. **SHARE COMPENSATION PLAN.** To ratify and approve the Share Compensation Plan allowing the granting of up to 10% of the Corporation’s issued and outstanding common shares at any time. **Please refer to the sub-section in the Information Circular under the heading “PARTICULARS OF MATTERS TO BE ACTED UPON – Ratification of Share Compensation Plan”.**
5. **OTHER BUSINESS:** To transact such other business as may properly come before the Meeting or any adjournment or adjournments thereof. **Please refer to the sub-section in the Information Circular under the heading “GENERAL PROXY INFORMATION – Voting by Proxyholder”.**

SHAREHOLDERS ARE REMINDED TO REVIEW THE INFORMATION CIRCULAR PRIOR TO VOTING. SEE BELOW AND OVER FOR HOW TO VIEW AND ACCESS OF COPY OF THE INFORMATION CIRCULAR.

WEBSITES WHERE THE INFORMATION CIRCULAR IS POSTED

The Information Circular can be viewed online under the Corporation's profile at www.sedar.com or at the Corporation's website at <http://www.neptunedash.com/2020-agm-materials> or at <https://docs.tsxtrust.com/2098>.

HOW TO OBTAIN PAPER COPIES OF THE INFORMATION CIRCULAR

Shareholders may request paper copies of the Information Circular be sent to them by postal delivery at no cost to them. Requests may be made up to one year from the date the Information Circular was filed on SEDAR.

Shareholders who wish to receive paper copies of the Information Circular may request copies by calling toll-free at 1 866 600 5869 or Outside Canada and the U.S. at 1-416-342-1091, or by emailing TMXInvestorServices@tmx.com.

Requests for paper copies must be received at least by March 16, 2020 in order to receive the Information Circular in advance of the proxy deposit date and Meeting. The Information Circular will be sent to such shareholders within three business days of their request if such requests are made before the Meeting. Those shareholders with existing instructions on their account to receive a paper copy of meeting materials will receive a paper copy of the Information Circular with this notification. Shareholders are able to request to receive copies of the Corporation's annual and/or interim financial statements and relevant management's discussion and analysis on the accompany return card.

VOTING

Registered Holders are asked to return their proxies using the following methods by the proxy deposit date noted on your proxy:

- FACSIMILE:** Fax to TSX Trust Company at 1-416-595-9593 (Canada or US or outside North America).
- INTERNET:** Go to www.voteproxyonline.com and enter the 12 digit control number noted on your proxy/voting instruction form.
- MAIL:** Complete the form of proxy or any other proper form of proxy, sign it and mail it to TSX Trust Company at:
301 - 100 Adelaide Street West
Toronto ON M5H 4H1

Beneficial (or Non Registered) Holders are asked to return their voting instructions using the methods set out on their voting instruction form or business reply envelope, at least one business day in advance of the proxy deposit date noted on your voting instruction form.

Shareholders with questions about notice and access can call toll-free at 1 866 600 5869 (outside Canada and U.S. at 1-416-342-1091) or email TMXInvestorServices@tmx.com.