

TITANIUM TRANSPORTATION GROUP INC.

**NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS
TO BE HELD ON JUNE 14, 2016**

NOTICE IS HEREBY GIVEN that the annual and special meeting (the “**Meeting**”) of the holders of common shares (“**Common Shares**”) of Titanium Transportation Group Inc. (“**Titanium**” or the “**Corporation**”) will be held at the Holiday Inn Express, Vaughan West Room 2, 6100 Highway 7, Vaughan, Ontario, L4H 0R2 on June 14, 2016 at 9:00 a.m. (Eastern Daylight time), for the following purposes:

- (a) to receive the audited annual financial statements for the year ended December 31, 2015 and the report of the auditors thereon;
- (b) to re-appoint Williams & Partners, Chartered Accountants LLP, Licensed Public Accountants, as auditors for the ensuing year and to authorize the directors to fix their remuneration;
- (c) to elect directors;
- (d) to consider, and if thought appropriate, to adopt an ordinary resolution (the full text of which is reproduced in Schedule “A”), authorizing and approving Corporation’s amended and restated rolling stock option plan (the “**Option Plan Resolution**”); and
- (e) to transact such other business as may properly come before the Meeting.

Accompanying this notice is a copy of a management information circular, a form of proxy and a financial statement request form.

Shareholders are invited to attend the Meeting in person. A holder of Common Shares of record at the close of business on May 9, 2016 will be entitled to vote at the Meeting.

If unable to attend the Meeting in person, a registered shareholder may submit his or her proxy by mail, by facsimile or over the Internet in accordance with the instructions below.

A non-registered shareholder should follow the instructions included on the voting instruction form provided by his or her Intermediary.

Voting by Mail. A registered shareholder may submit his or her proxy by mail by completing, dating and signing the enclosed form of proxy and returning it using the envelope provided or otherwise to the attention of TMX Equity Transfer Services, 200 University Avenue, Suite 300, Toronto, Ontario, M5H 4H1.

Voting by Facsimile. A registered shareholder may submit his or her proxy by facsimile by completing, dating and signing the enclosed form of proxy and returning it by facsimile to TMX Equity Transfer Services at (416) 595-9593.

Voting by Internet. A registered shareholder may vote over the Internet by going to www.voteproxyonline.com and following the instructions. Such shareholder will require a control number (located on the front of the proxy) to identify themselves to the system.

To be effective, a proxy must be received by TMX Equity Transfer Services, no later than 9:00 a.m. (Eastern Daylight Time) on June 10, 2016, or if the Meeting is adjourned, 48 hours (excluding Saturdays, Sundays and holidays), prior to the time of holding the Meeting or delivered to the Chairman on the day of the Meeting, prior to the commencement of the Meeting or any adjournment thereof.

DATED at Vaughan, Ontario this 1st day of May, 2016

By Order of the Board of Directors

“Theodor (Ted) Daniel”
Chief Executive Officer and Director