MANAGEMENT INFORMATION CIRCULAR ADDENDUM

UPDATED April 7, 2015

THIS MANAGEMENT INFORMATION CIRCULAR ADDENDUM IS FURNISHED BY RDX TECHNOLOGIES CORPORATION AND INCLUDES UPDATED INFORMATION.

Dated: April 7, 2015

RDX TECHNOLOGIES CORPORATION

MANAGEMENT INFORMATION CIRCULAR ADDENDUM

Notice of Office Contact Information

RDX Technologies Corporation primary corporate address in Canada is:

4608 62nd Street
Unit 8
Red Deer, Alberta T4N 6T3
Telephone: 587.802.1792 or 844.473.9444
Facsimile: 587.802.1792

RDX address in the United States is:

14555 N 82nd Street
Scottsdale, Arizona 85260
Telephone: 587.802.1792 or 844.473.9444
Facsimile: 587.802.1792

All stockholder inquiries should be mailed to the Red Deer office or emailed to:

stockholderinfo@rdxh2o.com

The Information Circular published for last year's Annual General Meeting as well as this update Addendum is available on the Corporation's website, at **http://www.rdxh2o.com/information.html** and under the Corporation's profile on SEDAR at www.sedar.com. Any Shareholder who wishes to receive a paper copy of the Information Circular should contact the Corporation at 1-844-4RDX444 (844-473-9444) toll free or locally to our office in Red Deer Alberta at 587-802-1792 to request a paper copy of the Information Circular. In order to ensure that a paper copy of the Information Circular can be delivered to a requesting Shareholder in time for such Shareholder to review the Information Circular and return a proxy or voting instruction form prior to the Proxy deadline, it is strongly suggested that a Shareholder ensure their request is received no later than May 9, 2014. Shareholders may also obtain a copy of the Information Circular from Corporation's transfer agent, Computershare Trust Company of Canada, website at www.envisionreports.com/RDXTechnologies2014AGS. Shareholders may also contact Computershare at the following toll-free number 1-866-964-0492 to obtain additional information about the Notice-and-Access Provisions.

Notice to Beneficial Holders of Common Shares

The information set forth in this section is of significant importance to many Shareholders, as a substantial number of Shareholders do not hold Common Shares in their own name. Shareholders who do not hold their Common Shares in their own name (referred to in this Information Circular as "**Beneficial Shareholders**") should note that only proxies deposited by Shareholders whose names appear on the records of the Corporation as the registered holders of Common Shares can be recognized and acted upon at the Meeting. If shares are listed in an account statement provided to a Shareholder by a broker, then, in almost all cases, those shares will not be registered in the Shareholder's name on the records of the Corporation. Such shares will more likely be registered under the name of the Shareholder's broker or an agent of that broker. In Canada, the vast majority of such shares are registered under the name of CDS & Co. (the registration name for securities, which company acts as a nominee for many Canadian brokerage firms). In the United States the vast majority of such shares are registered under the name Cede & Co as nominee for The Depository Trust Company (which acts as depositary for many U.S. brokerage firms and custodian banks). Common Shares held by brokers or their agents or nominees can only be voted (for or against resolutions) upon the instructions of the Beneficial Shareholder. Without specific instructions, a broker and its agents and nominees are prohibited from voting shares for the broker's clients. **Therefore, Beneficial Shareholders should ensure that instructions respecting the voting of their Common Shares are communicated to the appropriate person.**

Applicable regulatory rules require intermediaries/brokers to seek voting instructions from Beneficial Shareholders in advance of shareholders' meetings. Every intermediary/broker has its own mailing procedures and provides its own return instructions to clients, which should be carefully followed by Beneficial Shareholders in order to ensure that their Common Shares are voted at the Meeting.

There are two kinds of Beneficial Shareholders – those who object to their name being made known to the issuers of the securities which they own (called Objecting Beneficial Owners or "**OBOs**") and those who do not object the issuer of the securities they own knowing who they are (called Non-Objecting Beneficial Owners or "**NOBOs**").

The Corporation is taking advantage of the provisions of National Instrument 54-101 *Communication with Beneficial Owners of Securities of a Reporting Issuer* that permit it to deliver proxy-related materials directly to its NOBOs. As a result NOBOs can expect to receive a machine readable Voting Instruction Form ("**VIF**") from the Corporation's transfer agent, Computershare. The VIF is to be completed and returned to Computershare as set out in the instructions provided on the VIF. Computershare will tabulate the results of the VIFs received from NOBOs and will provide appropriate instructions at the Meeting with respect to the Common Shares represented by the VIFs they receive.

Subject to the use of Notice-and-Access Provisions, these proxy materials are being sent to both registered and non-registered owners of the Common Shares. If you are a non-registered owner, and the Corporation or its agent has sent these materials directly to you, your name, address and information about your holdings of Common Shares, were obtained in accordance with applicable securities regulatory requirements from the intermediary holding securities on your behalf. This may be done by mail or facsimile or given to by phone or over the internet, in accordance with the instructions.

By choosing to send these material to you directly, the Corporation (and not the intermediary holdings securities on your behalf) has assumed responsibility for (i) delivery these materials to you, and (ii) executing your proper voting instructions. Please return your VIF as specified in the request for voting instructions that was sent to you.

Beneficial Shareholders who are OBOs should follow the instruction of their intermediary carefully to ensure that their Common Shares are voted at the Meeting.

Often, the form of proxy supplied to a Beneficial Shareholder is similar to the form of proxy provided to registered Shareholders. However, its purpose is limited to instructing the intermediary on how to vote on behalf of the Beneficial Shareholder. The majority of brokers now delegate responsibility for obtaining instructions from clients to Broadridge Financial Solutions Inc. ("**Broadridge**") in Canada and the United States. Broadridge mails the VIF in lieu of a proxy provided by the Corporation. The VIF will name the same person as the Corporation's proxy to represent you Common Shares at the Meeting. You have the right to appoint a person (who need not be a Beneficial Shareholder of the Corporation), other than any of the persons designated in the name of the desired representative (which may be you) in the blank space provided in the VIF. The completed VIF must be returned to Broadridge by mail or facsimile or given to Broadridge by phone or over the internet, in accordance with Broadridge's instructions. Broadridge then tabulates the results of all the instructions received and provides appropriate instructions respecting the voting of the Common Shares to be represented at the Meeting and the appointment of any Shareholder's representative. **If you receive a VIF from Broadridge, the VIF must be completed and returned to Broadridge, in accordance with its instructions, well in advance of the Meeting in order to have your Common Shares voted or to have an alternate representative duly appointed to attend the Meeting and vote your Common Shares at the Meeting.**

A Beneficial Shareholder receiving a VIF cannot use that form to vote Common Shares directly at the Meeting. Although a Beneficial Shareholder may not be recognized directly at the Meeting for the purposes of voting Common Shares registered in the name of his broker (or an agent of the broker), a Beneficial Shareholder may attend at the Meeting as the appointee for the registered Shareholder and vote the Common Shares in that capacity. **Beneficial Shareholders, who wish to attend the Meeting and indirectly vote their Common Shares as an appointee for the registered Shareholder, should enter their own names in the blank space on the VIF provided to them and return the same in accordance with the instructions provided well in advance of the Meeting.**

If you have any questions respecting the voting of Common Shares held through a broker or other intermediary, please contact that broker or other intermediary for assistance.

Notice to Shareholders in the United States

The solicitation of proxies involve the securities of an issuer located in Canada and is being effected in accordance with corporate laws of the Province of Alberta, Canada and securities laws of the provinces of Canada. The proxy solicitation rules under the United States *Securities Exchange Act of 1934*, as amended, are not applicable to the Corporation or this solicitation, and this solicitation has been prepared in accordance with the disclosure requirements of the securities laws of the provinces of Canada. Shareholders should be aware that the disclosure requirements under the securities laws of the provinces of Canada differ from the disclosure requirements under United States securities laws.

The enforcement of shareholders of civil liabilities under United States federal securities laws may be affected adversely by the fact that the Corporation is incorporated under the *Business Corporations Act* (Alberta) (the "**ABCA**"), as amended, certain of its directors and officers are residents of Canada and a substantial portion of its assets and the assets of such persons are located outside the United States. Shareholders may not be able to sue a foreign company or its officers or directors in a foreign court for violations of United States federal securities laws. It may be difficult to compel a foreign company and its officers and directors to subject themselves to a judgement by a United States court.

Request of Financial Information

National Instrument 51-102 *Continuous Disclosure Obligations* set out the procedure for a Shareholder to receive financial statements of an issuer that it holds securities of. If you wish to receive financial statements of the Corporation you may use the form accompanying this Management Information Circular entitled “Financial Statement Request Form” or otherwise provide written instructions to the Corporation.

INFORMATION CONCERNING THE CORPORATION

Voting Shares and Principal Holders

The authorized capital of the Corporation consists of an unlimited number of Common Shares, and an unlimited number of preferred shares, of which 111,528,277 Common Shares were issued and outstanding at the date of this Information Circular.

Each Common Share entitles the holder of the Common Share to one vote on all matters to come before the Annual General Meeting ("Meeting"). No group of Shareholders has the right to elect a specified number of directors nor are there cumulative or similar voting rights attached to the Common Shares. The directors of the Corporation have not fixed a record date for determination of the persons entitled to receive notice of the Meeting fort 2015. We expect to announce a date for the Company's Meeting by May 18th, 2015. An updated Management Information Circular and Notice of Meeting will be made public within the required timelines as prescribed by the Toronto Venture Exchange and securities laws of the Province of Alberta.

Shareholders as of the record date are entitled to vote their Common Shares except to the extent that they have transferred the ownership of any of their shares after the record date. The transferees of those Common Shares must produce properly endorsed share certificates or otherwise establish that they own the shares, and demand, not later than 10 days before the Meeting, that their name be included in the Shareholder list before the Meeting, in which case the transferees are entitled to vote their Common Shares at the Meeting.

To the knowledge of the directors and senior officers of the Corporation, there are no persons beneficially owning, directly or indirectly, shares carrying more than 10 percent of the voting rights attached to all shares of the Corporation as of the date of this Information Circular.

Quorum for Meeting

At the Meeting, a quorum shall consist of two or more persons either present in person or represented by proxy and representing in the aggregate not less than 5% of the outstanding Common Shares. If a quorum is not present at the Meeting two persons present in person or represented by proxy and representing at least one Common Share may elect a Chairman of the Meeting for the exclusive purpose of adjourning the Meeting to a fixed time and place.

Approval Requirements

Matters to be considered at the Meeting relating to fixing the number of directors, electing directors and appointing an auditor are ordinary resolutions requiring approval by more than 50% of the votes cast in respect of the resolution by or on behalf of Shareholders present in person or represented by proxy at the Meeting. The Matter to be considered at the Meeting relating to the consolidation of shares is a special resolution requiring approval by more than 66⅔% of the votes cast in respect of the resolution by or on behalf of Shareholders present in person or represented by proxy at the Meeting.

Forward-Looking Statements

Statements contained in this Information Circular that are not historical facts are forward-looking information within the meaning of Canadian securities legislation and forward-looking statements within the meaning of the U.S. Private Securities Litigation Reform Act of 1995, which involve risks and uncertainties. Forward-looking statements and forward-looking information include, but are not limited to, statements with respect to the future prices; the estimation of revenues; the timing and amount of estimated future revenues, costs of operation, and capital expenditures; costs and timing of the development of new products; success of business activities, permitting time lines, currency fluctuations, requirements for additional capital, government regulation of relating to the Corporation's operations, environmental risks, limitations on insurance coverage and the timing and possible outcome of pending litigation.

In certain cases, forward-looking statements can be identified by the use of words such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or state that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved". Forward-looking statements and forward-looking information are based, in part, on assumptions and factors that may change, thus causing actual results or achievements to differ materially from those expressed or implied by the forward-looking statements or forward-looking information. Such assumptions and factors include the approval of the Consolidation Resolution by the Shareholders and the receipt of the required governmental and regulatory approvals and consents including the conditional approval of the TSX Venture Exchange ("**TSXV**") with respect to the consolidation of Common Shares of the Corporation.

Forward-looking statements and forward-looking information involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Corporation post-Meeting, to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements and forward-looking information. Such risks and other factors include, among others, risks related to operations; risks related to developing the franchise business model, it operations of the Corporation in its facilities; actual results of projects it is currently working on; conclusions of economic evaluations; changes in project parameters as plans continue to be refined; future prices for water treatment and energy; possible variations in effectiveness of the water treatment results; failure of plant, equipment or processes to operate as anticipated; accidents, labour disputes and other risks of the waste water treatment and energy industries; delays in obtaining governmental approvals or financing or in the completion of development or construction activities.

Although the Corporation has attempted to identify important factors that could affect the Corporation and may cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that forward-looking statements and forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements and information. Accordingly, readers should not place undue reliance on forward-looking statements and forward-looking information. The forward-looking statements and forward-looking information in this Information Circular speak only as of the date hereof. The Corporation does not undertake any obligation to release publicly any revisions to these forward-looking statements or forward-looking information to reflect events or circumstances after the date hereof to reflect the occurrence of unanticipated events.

Forward-looking statements and forward-looking information and other information contained herein concerning the waste water treatment and energy industries and our general expectations concerning the waste water treatment and energy industries are based on estimates prepared by us using data from publicly available industry sources as well as from market research and industry analysis and on assumptions based on data and knowledge of this industry which we believe to be reasonable. However, this data is inherently imprecise, although generally indicative of relative market positions, market shares and performance characteristics. While we are not aware of any material misstatements regarding any industry data presented herein, the industries involve risks and uncertainties and are subject to change based on various factors.

CERTAIN HISTORICAL AND FORWARD-LOOKING STATEMENTS AND FORWARD-LOOKING INFORMATION CONTAINED OR INCORPORATED BY REFERENCE IN THIS INFORMATION CIRCULAR HAS BEEN PROVIDED BY, OR DERIVED FROM INFORMATION PROVIDED BY, CERTAIN PERSONS OTHER THAN THE CORPORATION. ALTHOUGH THE CORPORATION DOES NOT HAVE ANY KNOWLEDGE THAT WOULD INDICATE THAT ANY SUCH INFORMATION CONTAINED HEREIN UNTRUE OR INCOMPLETE, THE CORPORATION ASSUMES NO RESPONSIBILITY FOR THE ACCURACY AND COMPLETENESS OF SUCH INFORMATION OR THE FAILURE BY SUCH OTHER PERSONS TO DISCLOSE EVENTS WHICH MAY HAVE OCCURRED OR MAY AFFECT THE COMPLETENESS OR ACCURACY OF SUCH INFORMATION BUT WHICH IS UNKNOWN TO THE CORPORATION.

Election of Directors

The Corporation is required to have a minimum of three directors and a maximum of fifteen directors. The Corporation currently has three (3) directors, only some of which are being nominated for re-election. Prior to the Meeting and within the required Notice period, a table will be published that sets forth the name of each of the persons proposed to be nominated for election as a director, all positions and offices in the Corporation presently held by such nominee, the nominee's municipality of residence, principal occupation at the present and during the preceding five (5) years, the period during which the nominee has served as a director, and the number and percentage of Common Shares that the nominee has advised are beneficially owned by the nominee, directly or indirectly, or over which control or direction is exercised, as of the date hereof. The information contained in the table as to number of shares of the Corporation beneficially owned or controlled, directly or indirectly, is based upon information furnished to the Corporation by the respective nominees. The board of directors is required to appoint an Audit Committee.

Unless otherwise directed, it is the intention of the Management Designees, if named as proxy, to vote for the election of each of the persons named in the following table to the Board of Directors. Management does not contemplate that any of such nominees will be unable to serve as directors; however, if for any reason any of the proposed nominees do not stand for election or are unable to serve as such, proxies held by Management Designees will be voted for another nominee in their discretion unless the Shareholder has specified in his form of proxy that his shares are to be withheld from voting in the election of directors. The form of proxy permits a Shareholder to vote for each director nominee separately. Shareholders are not required to elect the directors as a slate (i.e. as a group in its entirety). Each director elected will hold office until the next annual general meeting of shareholders or until his successor is duly elected, unless his office is earlier vacated in accordance with the by-laws of the Corporation or the provisions of the ABCA to which the Corporation is subject.

Name, Municipality of Residence and Office held with the Corporation (1)	Principal Occupation During the Past 5 Years (1)	Director Since	Common Shares Beneficially Owned and/or Controlled(1)
Tony Ker (3) (2) Vancouver, BC Executive Chairman	Executive Chairman of RDX Technologies Corporation since February 19, 2013. Prior thereto Mr. Ker was the Chief Executive Officer of the Corporation from November 28, 2008 to February 19, 2013.	November 28, 2008	2,300,000 (●%)
Dennis M. Danzik Cody, WY Chief Executive Officer	Chief Executive Officer since February 19, 2013. Prior thereto Mr. Danzik served as a principal consultant to RDX Technologies Corporation since 2009, and from January 2012 to February 19, 2013 was the Corporation's Director of Engineering and Operations. Since 2007 Mr. Danzik has served as the Managing Member of Danzik Applied Sciences, LLC, a company involved in water treatment technologies.	October 11, 2012	4,100,000 (●%)
Candy Blazar(2) Joplin, MO	Candy is the Company's CFO. She has served as CFO since November of 2014 and was nominated as a Director in April of 2015.	April 2015	0 (●%)
		Nominee	● (●%)
		Nominee	● (●%)

Notes:

(1) The information as to residence, principal occupation and number of shares beneficially owned by the nominees (directly or indirectly or over which control or direction is exercised) is not within the knowledge of the management of the Corporation and has been furnished by the respective nominees.

(2) Current Members of the Corporation's Audit Committee.

(3) Current Members of the Corporation's Compensation Committee.

Cease Trade Orders

No proposed director, as at the date of this Information Circular, or within 10 years before the date of this Information Circular, has been, a director, chief executive officer or chief financial officer of any company, that:

(a) was subject to a cease trade order, an order similar to a cease trade order or an order that denied the relevant company access to any exemption under securities legislation, that was in effect for a period of more than 30 consecutive days, that was issued while the director or executive officer was acting in the capacity as director, chief executive officer or chief financial officer; or

(b) was subject to a cease trade order, an order similar to a cease trade order or an order that denied the relevant company access to any exemption under securities legislation, that was in effect for a period of more than 30 consecutive days, that was issued after the director or executive officer ceased to be a director, chief executive officer of chief financial officer and which resulted from an event that occurred while that person was acting in the capacity as director, chief executive officer or chief financial officer.

Bankruptcies

No proposed director:

(a) is, as at the date of this Information Circular, or has been within the 10 years before the date of this Information Circular, a director or executive officer of any company that, while that person was acting that capacity, or within a year of that person ceasing to act in that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets; or

(b) has, within the 10 years before the date of the Information Circular, become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or became subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold the assets of the director, executive officer or shareholder.

Dennis M. Danzik, a director of the Corporation, was a director and officer of SWW Energy Limited ("SWW"), a diversified biofuel and energy company publicly listed on the Australian Stock Exchange, ("ASX") when it was placed into a voluntary administration arrangement under the Australian Corporations Law in 2009. The Deed of Company Arrangement was awarded in May, 2011 and SWW successfully emerged from the voluntary administration and was subsequently reinstated for trading on the ASX. SWW is still active and trading on the ASX.

Penalties and Sanctions

No proposed director has been subject to:

(a) any penalties or sanctions imposed by a court relating to securities legislation or by a securities regulatory authority or has entered into a settlement agreement with a securities regulatory authority; or

(b) any other penalties or sanctions imposed by a court or regulatory body that would likely be considered important to a reasonable securityholder in deciding whether to vote for a proposed director.

Appointment of Auditors

The management of the Corporation has hired Squar, Milner, Peterson, Miranda & Williamson, LLP, as auditors of the Corporation at remuneration to be fixed by the directors, to hold office until the close of the next annual general meeting of the shareholders or until they are removed from office by the Corporation or resign as provided by law. Squar, Milner, Peterson, Miranda & Williamson, LLP have been the Corporation's auditor since November 21, 2013.

On November 21, 2013, the Corporation's past auditors, Ernst & Young LLP, Chartered Accountants resigned as auditors of the Corporation. Ernst & Young LLP, Chartered Accountants were appointed the auditors of the Corporation on November 4, 2011. The Corporation has filed a Notice of Change of Auditor dated November 22, 2013 with the applicable Securities Commissions and on SEDAR in accordance with to Part 4 of National Instrument 51-102 Continuous Disclosure Obligations.

Pension Plan Benefits

No pension plan or retirement benefit plans have been instituted by the Corporation and none are proposed at this time.

Termination and Change of Control Benefits

There were no terminations or change of control benefits paid by the Corporation to any NEOs or former NEOs during the fiscal year ended March 31, 2013, other than the Corporation paid to Richard Winterich, upon his termination, $62,574, being the sum equal to three and one half months' of his salary and continued to pay his benefit package until November 2013

Director Compensation

The following table details the value of all compensation paid to the directors during the fiscal year ended March 31, 2015.

Name[8]	**Fees earned ($)**	**Share-based awards ($)**	**Option-based awards[1] ($)**	**Non-equity incentive plan compensation ($)**	**Pension Value ($)**	**All other Compensation ($)**	**Total ($)**
Tony Ker	nil	nil		nil	nil	nil	nil
Dennis M Danzik	nil	nil	nil	nil	nil	nil	nil
Candy Blazar	nil	nil	nil	nil	nil	nil	nil

Notes:

(1) Option-Based Award means an award under an equity incentive plan of options, including, for greater certainty, share options, share appreciation rights and similar instruments that have option-like features. For fiscal 2015, the reported amounts reflect options awarded under the Share Award Plan. The amounts were calculated using the Black-Scholes-Merton model based on the following assumptions: a trading value at award equal to the exercise price for US based NEO's and a 20% discount to the trading value at award equal to the exercise price for CA based NEO's , an expected annual volatility of 116% to 145% a risk free rate of 1% to 3%, an expected option life of 5 to 10 years and a dividend yield of nil. This method is consistent with the methodology used by the Corporation in calculating stock option compensation in its annual audited financial statements.

(2) Messrs. Ker and Danzik and Ms. Blazar are NEOs as well as directors and have not received any compensation in their role as directors.

APPROVAL

The contents of this Information Circular Addendum have been approved by the board of directors of the Corporation.

DATED: April 7, 2015