

NOTICE OF MEETING

NOTICE IS HEREBY GIVEN that an annual and special meeting (the “**Meeting**”) of the holders (“**Shareholders**”) of common shares (“**Common Shares**”) of Astrix Networks Inc. (the “**Corporation**”) will be held at the offices of **Shea Nerland Calnan LLP located at 2800, 715 – 5th Avenue, Calgary, Alberta** on **March 19, 2015 at 11:00 am** (Calgary time) for the following purposes:

1. to receive the audited consolidated financial statements of the Corporation for the financial year ended September 30, 2014 and the auditors' report thereon;
2. to fix the number of directors to be elected at the Meeting at not more than seven (7);
3. to elect each director of the Corporation for the ensuing year;
4. to appoint auditors of the Corporation for the ensuing year and to authorize the directors of the Corporation to fix the remuneration of such auditors;
5. to re-approve the incentive stock option plan for the Corporation;
6. to approve an amendment to the articles of the Corporation to change the name of the Corporation to “Memex M2M Inc.” or such other name as the Board of Directors sees fit; and
7. to transact such other business as may properly be brought before the Meeting or any adjournment thereof.

The specific details of the matters proposed to be put before the Meeting are set forth in the Management Information Circular accompanying and forming part of this Notice of Meeting.

The Board of Directors of the Corporation has fixed the record date for the Meeting as at the close of business on February 13, 2015 (the “**Record Date**”). Only Shareholders of the Corporation of record as at that date are entitled to receive notice of the Meeting. Shareholders of record will be entitled to vote those Common Shares owned as at the Record Date, unless any such Shareholder transfers such Shareholder’s Common Shares after the Record Date and the transferee of those Common Shares establishes that the transferee owns the Common Shares and demands, not later than 10 days before the Meeting, that the transferee's name be included in the list of Shareholders entitled to vote at the Meeting, in which case such transferee shall be entitled to vote such Common Shares at the Meeting.

Shareholders of the Corporation who are unable to attend the Meeting in person are requested to date and sign the form of proxy delivered to Shareholders by the Corporation with this notice of the Meeting and return it to the Corporation’s transfer agent, Computershare, in accordance with the instructions set out therein. In order to be valid and acted upon at the Meeting, proxies must be received by Computershare not less than 48 hours (excluding Saturdays, Sundays and holidays) before the time set for the holding of the Meeting or any adjournment thereof. If a Shareholder receives more than one form of proxy because such Shareholder owns Common Shares registered in different names or addresses, each form of proxy should be completed and returned. Shareholders are cautioned that the use of the mails to transmit proxies is at each Shareholder's risk.

DATED at Burlington, Ontario, this 31st day of January, 2015.

BY ORDER OF THE BOARD OF DIRECTORS OF THE CORPORATION

(signed) “David R. McPhail”

David R. McPhail, President & CEO and Director

If you are a non-registered shareholder of the Corporation and receive materials for the Meeting through your broker or through another intermediary, please complete and return the required materials in accordance with the instructions provided to you by your broker or by the other intermediary. Failure to do so may result in your Common Shares not being eligible to be voted by proxy at the Meeting.