3TL Technologies Corp.
422 Richards Street, Suite 160
Vancouver, British Columbia Canada V6B 2Z4
Telephone: 604 639-5440

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING

The annual general and special meeting of **3TL Technologies Corp.** (the "Company") will be held at Suite 1500 – 1055 West Georgia Street, Vancouver, British Columbia Canada, on Tuesday, June 28, 2016 at 10:00 a.m. Pacific Time (the "Meeting"), for the following purposes:

1. to table the audited financial statements of the Company for the fiscal year ended December 31, 2015, the report of the auditor thereon and the related management discussion and analysis;
2. to elect directors of the Company for the ensuing year;
3. to appoint Dale Matheson Carr-Hilton LaBonte LLP ("DMCL") as auditor for the ensuing year;
4. to adopt an ordinary resolution of disinterested shareholders to ratify and approve an increase in the number of shares to be reserved for issuance under the Company's Fixed Share Option Plan, subject to regulatory approval;
5. to adopt an ordinary resolution of disinterested shareholders to ratify and approve an increase in the number of shares to be reserved for issuance under the Company's Fixed Restricted Share Unit Plan, subject to regulatory approval;
6. to adopt an ordinary resolution of disinterested shareholders to ratify and approve an amendment to the exercise price of all outstanding stock options under the Company's Fixed Share Option Plan that have an exercise price higher than $0.075 to an exercise price of $0.075 or at market, whichever is higher, on the date of the Meeting, subject to regulatory approval.

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting. No other matters are contemplated, however any permitted amendment to or variation of any matter identified in this Notice may properly be considered at the Meeting. The Meeting may also consider the transaction of such other business as may properly come before the Meeting or any adjournment thereof.

The audited financial statements for the year ended December 31, 2015, the report of the auditor and related management discussion and analysis will be made available at the Meeting and are available on www.sedar.com

Registered shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting are requested to complete, date and sign the enclosed form of proxy, or another suitable form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the Information Circular.

Non-registered shareholders who plan to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form to ensure that their shares will be voted at the Meeting. If you hold your shares in a brokerage account you are not a registered shareholder.

DATED at Vancouver, British Columbia, May 24, 2016**.**

BY ORDER OF THE BOARD

"Robert Craig"

Robert Craig
Chief Executive Officer