

NASS VALLEY GATEWAY LTD.
1140 – 13700 Mayfield Place
Richmond, British Columbia
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NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the annual general meeting of the shareholders (the “Meeting”) of Nass Valley Gateway Ltd. (the “Company”) will be held at 1140-13700 Mayfield Place, Richmond, British Columbia, on Tuesday, December 5, 2017, at the hour of 8:00 a.m., Richmond time, for the following purposes:

1. To receive and consider the report of the directors and the financial statements of the Company, together with the auditor's report thereon, for the financial year ended December 31, 2016.
2. To fix the number of directors at four (4).
3. To elect directors for the ensuing year.
4. To appoint the auditor for the ensuing year.
5. To approve and ratify the Company’s Stock Option Plan.
6. To approve and ratify all acts, deeds and resolutions done by the directors on behalf of the Company.
7. To approve the Minutes of the Special Shareholders’ Meeting held on April 4th, 2017.
8. To approve and ratify all acts, deeds and resolutions done by the directors on behalf of the Company.
9. To transact such further or other business as may properly come before the Meeting and any adjournments thereof.

The accompanying information circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this notice.

If you are unable to attend the Meeting in person, please complete, sign and date the enclosed form of proxy and return the same in the enclosed return envelope provided for that purpose within the time and to the location set out in the form of proxy accompanying this notice.

DATED this 30th day of October, 2017.

BY ORDER OF THE BOARD

“Dieter Peter”

Dieter Peter

Chief Executive Officer