

**CAPTIVA VERDE INDUSTRIES LTD.**  
**Suite 201, 78080 Calle Amigo**  
**La Quinta, California**  
**USA 92253**  
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### **NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS**

The annual general meeting of shareholders of Captiva Verde Industries Ltd. (the “Company”) will be held at Suite 1500 - 1055 West Georgia Street, Vancouver, British Columbia, on September 8, 2016 at 10:00 a.m., Vancouver Time, (the “Meeting”) for the following purposes:

1. To consider the audited financial statements of the Company for its fiscal year ended December 31, 2015, the report of the auditor thereon;
2. To fix the number of directors at six;
3. To elect directors of the Company for the ensuing year;
4. To appoint an auditor of the Company for the ensuing year;
5. To ratify, confirm and approve the stock option plan of the Company; and
6. To transact such other business as may properly come before the Meeting or any adjournment thereof.

A Management Proxy Circular accompanies this Notice. The Management Proxy Circular contains details of matters to be considered at the Meeting.

**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 by fax, by hand or by mail in accordance with the instructions set out in the form of Proxy and in the Management Proxy Circular.**

**Unregistered shareholders who plan to attend the Meeting must follow the instructions set out in the form of Proxy or voting instruction form and in the Management Proxy Circular 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, Canada, on this 8<sup>th</sup> day of August, 2016.

**BY ORDER OF THE BOARD OF DIRECTORS**

*“Jeff Ciachurski”*

Jeffrey Ciachurski  
Chief Executive Officer