



Notice of Availability of Proxy Materials for BSM TECHNOLOGIES INC. Annual General and Special Meeting

Meeting Date and Location:

When: March 23, 2016
4:00 pm (Eastern Time)

Where: The National Club, The Blake Lounge, 303 Bay St., Toronto, Ontario M5H 2R1

You are receiving this notice as BSM Technologies Inc. ("**BSM**") is using notice-and-access to deliver meeting materials to its shareholders in respect of its annual general and special meeting of shareholders. Instead of receiving paper copies of the management information circular, and, if requested, the financial statements and MD&A, shareholders are receiving this notice to advise that the proxy materials for the above noted securityholders' meeting are available on the Internet. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We remind you to access and review all of the important information contained in the information circular and other proxy materials before voting.

The management information circular and other relevant meeting materials are available at:

www.bsmwireless.com/ir

OR

www.sedar.com

How to Obtain Paper Copies of the Proxy Materials

Securityholders may request to receive paper copies of the current meeting materials by mail at no cost. Requests for paper copies may be made using your Control Number as it appears on your enclosed Proxy or Voting Instruction Form. To ensure you receive the meeting materials in advance of the voting deadline and meeting date, all requests must be received no later than March 9, 2016. If you do request the current materials, please note that another Proxy or Voting Instruction Form will not be sent; please retain your current one for voting purposes.

Request materials by calling Toll Free, within North America - 1-866-962-0498 or direct, from outside of North America - (514) 982-8716 and entering your control number as indicated on your Proxy or Voting Instruction Form.

To obtain paper copies of the materials after the meeting date or if you would like more information about the notice-and-access rules, please contact 1-888-822-2768.

Matters to be Acted Upon at the Meeting

Shareholders will be asked to consider the following matters at the Meeting:

- 1. Financial Statements** - To receive and consider the audited annual consolidated financial statements of BSM for the fiscal year ended September 30, 2015, together with the auditors' report thereon. See section "*Business of Meeting – Presentation of Audited Annual Financial Statements and the Auditor's Report*" in BSM's management information circular.
- 2. Election of Directors** - To elect directors of BSM for the ensuing year. See section "*Business of Meeting – Election of Directors*" in BSM's management information circular.
- 3. Appointment of Auditors** - To re-appoint PricewaterhouseCoopers LLP as auditors of BSM for the ensuing year and to authorize the directors to fix their remuneration. See section "*Business of Meeting – Appointment of Auditors*" in BSM's management information circular.
- 4. Approval of the RSU Plan Resolution** - To approve a resolution approving the replenishment of the number of common shares available for issuance under BSM's restricted share unit plan (the "**RSU Plan**"), certain amendments to the RSU Plan and all unallocated restricted share units issuable pursuant to the RSU Plan. See section "*Business of Meeting – Approval of the RSU Plan Resolution*" in BSM's management information circular.
- 5. Approval of the DSU Plan Resolution** - To approve a resolution approving the replenishment of the number of common shares available for issuance under BSM's deferred share unit plan (the "**DSU Plan**"), certain amendments to the DSU Plan and all unallocated deferred share units issuable pursuant to the DSU Plan. See section "*Business of Meeting – Approval of the DSU Plan Resolution*" in BSM's management information circular.
- 6. Other Business** - To transact such other business as may properly be brought before the Meeting or any adjournment or postponement thereof. See section "*Business of Meeting – Other Business*" in BSM's management information circular.

Voting

PLEASE NOTE - YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your securities you must vote using the methods reflected on your enclosed Proxy or Voting Instruction Form. Your Proxy/Voting Instruction Form must be received by 4:00PM, EST on Monday, March 21, 2016.

SHAREHOLDERS ARE REMINDED TO VIEW THE MEETING MATERIALS PRIOR TO VOTING.
