

BSM TECHNOLOGIES INC.

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

To be Held on Thursday, March 21, 2019, at 4:00 p.m. (Toronto time)

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the “**Meeting**”) of holders (collectively, the “**Shareholders**”, or individually, a “**Shareholder**”) of common shares (the “**Common Shares**”) of BSM Technologies Inc. (the “**Corporation**”) will be held at the offices of Bennett Jones LLP, Suite 3400, One First Canadian Place, Toronto, Ontario, Canada, M5X 1A4 on Thursday, March 21, 2019, at 4:00 p.m. (Toronto time) for the following purposes:

1. to receive and consider the annual audited consolidated financial statements of the Corporation for the fiscal years ended September 30, 2018 and 2017, together with the auditors’ report thereon;
2. to re-appoint PricewaterhouseCoopers LLP, Chartered Accountants, as the auditors of the Corporation for the ensuing year and to authorize the board of directors of the Corporation (the “**Board**”) to fix their remuneration, as more particularly described under the heading “*Business of Meeting – Appointment of Auditors*” in the Corporation’s management information circular dated February 8, 2019 (the “**Circular**”);
3. to elect the directors of the Corporation for the ensuing year, as more particularly described under the heading “*Business of Meeting – Election of Directors*” in the Circular;
4. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution approving certain amendments to the Corporation’s restricted share unit plan (the “**RSU Plan**”), and all unallocated restricted share units issuable pursuant to the RSU Plan, as more particularly described under the heading “*Business of Meeting – Approval of the RSU Plan Resolution*” in the Circular;
5. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution approving certain amendments to the Corporation’s deferred share unit plan (the “**DSU Plan**”), including increasing the maximum number of Common Shares reserved for issuance under the DSU Plan by 350,000, from 1,000,000 to 1,350,000, and all unallocated deferred share units issuable pursuant to the DSU Plan, as more particularly described under the heading “*Business of Meeting – Approval of the DSU Plan Resolution*” in the Circular; and
6. to transact such other business as may properly be brought before the Meeting or any adjournment(s) or postponement(s) thereof.

This notice is accompanied by the Circular, either a form of proxy for a registered Shareholder or a voting instruction form for a beneficial Shareholder (collectively, the “**Meeting Materials**”). Shareholders may request to receive copies of the Corporation’s annual audited consolidated financial statements, together with the auditor’s report thereon and the related management’s discussion and analysis (“**MD&A**”) and/or interim consolidated financial statements and related MD&A by marking the appropriate box on the form of proxy or voting instruction form, as applicable. The annual audited consolidated financial statements of the Corporation for the fiscal years ended September 30, 2018 and 2017, together with the auditor’s report thereon and the related MD&A was sent to those Shareholders who previously requested to receive it. Otherwise, it is available upon request to the Corporation by email at investorrelationsgroup@bsmtechnologies.com and can also be found under the Corporation’s profile on the System for Electronic Document Analysis and Retrieval (“**SEDAR**”) at www.sedar.com or on the Corporation’s website at www.bsmtechnologies.com.

Similar to last year, the Corporation has again this year decided to deliver the Meeting Materials to Shareholders using the notice-and-access mechanism that came into effect on February 11, 2013 under National Instrument 54-101 – *Communications with Beneficial Owners of Securities of a Reporting Issuer*. Accordingly, the Corporation will deliver the Meeting Materials to Shareholders by posting the Meeting Materials on its website at

www.bsmtechnologies.com. The use of this alternative means of delivery is more environmentally friendly as it will help reduce paper use and also reduce the Corporation's printing and mailing costs. The Meeting Materials will be available on the Corporation's website as of February 12, 2019, and the Meeting Materials will remain on the website for one full year thereafter. In addition, the Meeting Materials will also be available under the Corporation's profile on SEDAR at www.sedar.com as of February 12, 2019.

Prior to the Meeting, Shareholders who wish to receive paper copies of the Meeting Materials may request copies from the Corporation by calling (i) toll-free in North America at 1-888-822-2768, or (ii) direct from outside of North America at +1 (416) 675-5109. For up to one year after the Meeting, Shareholders who wish to receive paper copies of the Meeting Materials may request copies from the Corporation by (i) calling toll-free in North America at 1-888-822-2768, or (ii) emailing at investorrelationsgroup@bsmtechnologies.com. Meeting Materials will be sent to such Shareholders at no cost within i) three business days of their request, if such requests are made before the Meeting, and (ii) 10 calendar days of their request, if such requests are made after the Meeting. In order to receive paper copies of the Meeting Materials in advance of the Proxy Deposit Deadline (as defined herein), your request should be received no later than March 13, 2019.

If you would like more information about the "notice-and-access" rules, please contact the Corporation by calling toll-free in North America at 1-888-822-2768.

Shareholders are invited to attend the Meeting. *Registered Shareholders* who are unable to attend the Meeting in person are requested to complete, date and sign the form of proxy and send it to the Corporate Secretary of the Corporation c/o Computershare Investor Services Inc., 100 University Avenue, 8th Floor, Toronto, Ontario M5J 2Y1, Attention: Proxy Department, Facsimile: 1-866-249-7775. Electronic voting is also available for this Meeting through www.investorvote.com and telephone voting is available. Votes cast electronically or by telephone are in all respects equivalent to, and will be treated in the exact same manner as, votes cast via a paper form of proxy. Further details on the electronic voting process are provided in the form of proxy. *Non-Registered Shareholders* who receive the Meeting Materials through their broker or other intermediary should complete and send the voting instruction form in accordance with the instructions provided by their broker or intermediary.

The Board has fixed the close of business on February 4, 2019, as the record date for determining Shareholders entitled to receive notice of and to vote at the Meeting and any adjournment(s) or postponement(s) thereof. Only Shareholders whose names have been entered in the register of Shareholders at the close of business on that date will be entitled to receive notice of and to vote at the Meeting.

The Board has, by resolution, fixed 4:00 p.m. (Toronto time) on March 19, 2019, or 48 hours before the time of any adjourned or postponed Meeting (excluding Saturdays, Sundays and statutory holidays in the City of Toronto, Ontario), as the time before which proxies to be used or acted upon at the Meeting or any adjournment(s) or postponement(s) thereof shall be deposited with the Corporation's transfer agent ("**Proxy Deposit Deadline**"). Late proxies may be accepted or rejected by the Chair of the Meeting in their discretion, and the Chair is under no obligation to accept or reject any particular late proxy.

DATED at Toronto, Ontario, this 8th day of February, 2019.

**BY ORDER OF THE BOARD OF DIRECTORS OF BSM
TECHNOLOGIES INC.**

(signed) "*Louis De Jong*"

Louis De Jong
President and Chief Executive Officer