



## **Notice of Availability of Proxy Materials for Facedrive Inc. Annual and Special Meeting**

**Meeting Date and Time: Thursday, October 29, 2020, 10:00 (Toronto time)**

**Location:** virtual only meeting via live audio webcast online at:

<http://web.lumiagm.com/224444087>

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Please be advised that the proxy materials for the above noted securityholder meeting are available for viewing and downloading online. This document provides an overview of these materials, but you are reminded to access and review the information circular and other proxy materials available online prior to voting. These materials are available at:

<https://odysseytrust.com/client/facedrive-inc/>

**OR**

[www.sedar.com](http://www.sedar.com)

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### **Obtaining Paper Copies of the Proxy Materials**

Shareholders may request to receive paper copies of the proxy materials related to the above referenced meeting by mail at no cost. Requests for paper copies may be made by contacting:

**Toll Free Within North America: 1 (888) 290-1175**

**Direct from outside of North America: 1 (587) 885-0960**

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### **Notice of Meeting**

The resolutions to be voted on at the Meeting, which are described in detail in the management information circular dated September 18, 2020 (the "**Information Circular**") of Facedrive Inc. (the "**Corporation**"), are as follows:

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|---------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Fix the Number of Directors:</b>               | To fix the number of directors of the Corporation to be elected at the Meeting at six (6).                                                                         |
| <b>Election of Directors:</b>                     | To elect the board of directors of the Corporation to serve until the next annual meeting of shareholders or until their successors are duly elected or appointed. |
| <b>Audited Consolidated Financial Statements:</b> | To receive the audited consolidated financial statements of the Corporation for the year ended December 31, 2019, together with the report of the auditor thereon. |

- Appointment of Auditor:** To appoint NVS Professional Corporation as the auditor of the Corporation until the next annual meeting of shareholders and to authorize the directors to fix the remuneration thereof.
- Stock Option Plan:** To consider and, if deemed appropriate, to pass, with or without variation, a resolution of the shareholders approving the stock option plan of the Corporation, as more specifically set out in the Information Circular.
- Performance and Restricted Share Unit Plan:** To consider and, if deemed appropriate, to pass, with or without variation, a resolution of the shareholders approving the performance and restricted share unit plan of the Corporation, as more specifically set out in the Information Circular.
- Other Business:** To consider other items of business that may be properly brought before the Meeting, or any adjournment or postponement thereof.

### **Voting**

To vote your securities, please refer to the instructions on the enclosed Proxy or Voting Instruction Form. Your Proxy or Voting Instruction Form must be received by **10:00 a.m. (Toronto time) on October 27, 2020**.

### **Stratification**

The Issuer is providing paper copies of its Management Information Circular only to those registered shareholders and beneficial shareholders that have previously requested to receive paper materials.

### **Annual Financial Statements**

The Issuer is providing paper copies or emailing electronic copies of its annual financial statements to registered shareholders and beneficial shareholders that have opted to receive annual financial statements and have indicated a preference for either delivery method.

**Shareholders with questions about notice-and-access can call 1-587-885-0960 or toll free within North America at 1-888-290-1175**