

**SOLIUM CAPITAL INC.**

**NOTICE OF ANNUAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that the annual meeting (the "**Meeting**") of the shareholders of Solium Capital Inc. (the "**Corporation**") will be held in room Glen 206 of the Telus Convention Centre at 120 - 9<sup>th</sup> Avenue S.E., Calgary, Alberta, at 2:00 p.m. (Calgary time) on Wednesday, May 18, 2011 for the following purposes:

1. to receive the audited financial statements of the Corporation for the year ended December 31, 2010 and the report of the auditors thereon;
2. to appoint the auditors of the Corporation for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditors;
3. to fix the number of directors to be elected and to elect the directors of the Corporation for the ensuing year; and
4. to transact such other business as may properly come before the Meeting or any adjournment(s) thereof.

Shareholders of the Corporation are referred to the Information Circular accompanying this Notice for more detailed information with respect to the matters to be considered at the Meeting.

**If you are a *registered shareholder* of the Corporation and are unable to attend the Meeting in person, please date and execute the accompanying form of proxy and return it in the envelope provided to Valiant Trust Company, registrar and transfer agent of the Corporation, Attention: Proxy Department, at Suite 600, 750 Cambie Street, Vancouver, BC V6B 0A2, or, if sent by facsimile, at (604) 681-3067, by no later than 2:00 p.m. (Calgary time) on Monday, May 16, 2011, or forty-eight (48) hours (excluding Saturdays, Sundays and statutory holidays in the province of Alberta) prior to the commencement of any adjournment of the Meeting.**

**If you are an *unregistered shareholder* of the Corporation and receive these materials through your broker or through another intermediary, please complete and return the form of proxy in accordance with the instructions provided to you by your broker or by the other intermediary.**

The directors of the Corporation have fixed April 15, 2011 as the record date. Holders of common shares in the capital of the Corporation of record at the close of business on April 15, 2011 are entitled to notice of the Meeting and to vote thereat or at any adjournment(s) thereof. The transfer books will not be closed.

**DATED** at Calgary, Alberta this 11<sup>th</sup> day of April, 2011.

**BY ORDER OF THE BOARD OF DIRECTORS**

(signed) "*Mike Broadfoot*"  
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Michael G. Broadfoot  
Chief Executive Officer and Managing Director