

**AEROMECHANICAL SERVICES LTD.**  
**200W, 1144 – 29 Avenue NE, Calgary, Alberta T2E 7P1**

**NOTICE OF AN ANNUAL & SPECIAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN THAT** an Annual & Special Meeting of holders of common shares of AeroMechanical Services Ltd. (the "Corporation") will be held at 200W, 1144 – 29<sup>th</sup> Avenue NE, Calgary, Alberta at 2:00 p.m. (Calgary time), on Thursday, June 2, 2011, for the following purposes:

1. to receive the audited financial statements of the Corporation for the fiscal year ended December 31, 2010, together with the report of the auditors thereon;
2. to fix the number of directors at eight (8) and to elect the board of directors for the ensuing year;
3. to appoint KPMG LLP as the auditors of the Corporation for the ensuing year and to authorize the board of directors to fix the auditors' remuneration;
4. to consider and, if deemed advisable, to pass with or without variation, an ordinary resolution approving the 2011 stock option plan, as more particularly described in the accompanying management information circular and proxy statement; and
5. to transact such other business as may be properly brought before the meeting or any adjournment thereof.

**DATED** at Calgary, Alberta, this 25th day of April, 2011.

BY ORDER OF THE BOARD OF DIRECTORS

(signed) "*William Tempany*"

William Tempany

Chairman, Chief Executive Officer and Director

**IMPORTANT**

It is desirable that as many securities as possible be represented at the meeting. If you do not expect to attend and would like your securities represented, please complete the enclosed instrument of proxy and return it as soon as possible in the envelope provided for that purpose. All proxies, to be valid, must be deposited at the office of the Registrar and Transfer Agent of the Corporation, Valiant Trust Company, 600, 750 Cambie Street, Vancouver, BC, V6B 0A2, at least forty-eight (48) hours (excluding Saturdays, Sundays and holidays) prior to the meeting or any adjournment thereof.