

KHOT INFRASTRUCTURE HOLDINGS, LTD.

NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual general and special meeting (the “**Meeting**”) of the holders of common shares of **Khot Infrastructure Holdings, Ltd.** (the “**Company**”) will be held on **Tuesday, September 19, 2017**, at the hour of **11:30 a.m.** (Eastern time), at the offices of Firebird Management LLC located at 152 West 57th Street, 24th Floor, New York, New York, USA for the following purposes:

1. To receive the audited consolidated financial statements of the Company for the year ended December 31, 2016, and the report of the auditors thereon;
2. To set the maximum number of directors at seven (7) and to elect directors of the Company for the ensuing year;
3. To appoint DMCL LLP as auditors for the Company for the ensuing financial year and to authorize the directors to fix their remuneration;
4. To consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution authorizing the adoption by the Company of a new stock option plan, including the reservation for issuance under the new stock option plan at any time of a maximum of 10% of the issued and outstanding shares of the Company;
5. To consider, and if deemed advisable, to adopt, with or without variation, an ordinary resolution (the “**Change of Business Resolution**”), the full text of which is more particularly described in the accompanying management information circular, approving a change in the Company’s business from transportation infrastructure engaged in the construction of highways and regional roads in Mongolia to that of investments in cryptocurrency, with an initial focus on Ether and EOS;

AND in the event that the Change of Business Resolution IS adopted:

6. To consider, and if deemed advisable, to pass a special resolution approving the Company’s sale of its Mongolian subsidiary, Ashid Munkhiin Zam LLC, as more fully set forth in the accompanying management information circular;
7. To consider and, if thought appropriate, to pass, with or without variation, a special resolution approving an amendment to the articles of the Company to consolidate the outstanding common shares of the Company on a one (1) new common share for every ten (10) outstanding common shares basis, with the directors authorized to determine the final consolidation basis within such range;
8. To consider, and if deemed advisable, to pass a special resolution to amend the Company’s articles of incorporation to change the name of the Company to “Blockchain Holdings Ltd.” or such other name that is acceptable to the board of directors of the Company, as more particularly described in the accompanying management information circular; and
9. To transact such other business as may properly come before the Meeting or any adjournment thereof.

The accompanying management information circular provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this Notice of Annual General and Special Meeting.

The Company’s board of directors has fixed **August 15, 2017**, as the **record date** for the determination of shareholders entitled to notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered shareholder at the close of business on that date is entitled to such notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular.

If you are a registered shareholder of the Company and unable to attend the Meeting in person, please complete, date and sign the accompanying form of proxy and deposit it with the Company’s transfer agent, Computershare Investor Services Inc. (the “**Transfer Agent**”), at their offices located on the 9th Floor, 100 University Avenue, Toronto ON M5J 2Y1, or by toll-free fax within North America at 1-866-249-7775 by **11:30 AM (Eastern time)** on **September**

15, 2017, or at least 48 hours (excluding Saturdays, Sundays and holidays recognized in the Province of British Columbia) before the time and date of any adjournment or postponement thereof.

If you are a non-registered shareholder of the Company and received this Notice of Annual General and Special Meeting and accompanying materials through a broker, a financial institution, a participant, a trustee or administrator of a self-administered retirement savings plan, retirement income fund, education savings plan or other similar self-administered savings or investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the foregoing or any other person that holds your security on your behalf (the “**Intermediary**”), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

DATED at Vancouver, British Columbia, this 15th day of August, 2017

BY ORDER OF THE BOARD OF DIRECTORS

Yours truly,

(signed) *Donald Padgett*

Donald Padgett
President and CEO