

Call Genie Inc.

Suite 200, 1324 - 11th Ave. S.W.
Calgary, Alberta, Canada T3C 0M6

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual and Special Meeting of the Shareholders (the "Meeting") of Call Genie Inc. ("Call Genie" or the "Corporation") will be held at 10:00 a.m. (Calgary Time) on Friday, June 17, 2005 at the offices of Bennett Jones LLP (Bennett Boardroom), 4500, 855-2nd Street S.W., Calgary, Alberta, for the following purposes:

1. to receive the financial statements of the Corporation as at and for the year ended December 31, 2004 and the auditors' report thereon;
2. to elect directors for the ensuing year;
3. to appoint auditors for the ensuing year and authorize the Board of Directors to fix the remuneration of the auditors;
4. to consider and, if thought appropriate, to confirm the by-laws of Call Genie;
5. to consider and, if thought appropriate, to confirm the Share Option Plan of Call Genie; and
6. to transact such other business as may be properly brought before the Meeting or any adjournment thereof.

Information relating to items 2 through 5 above is set forth in the accompanying Management Proxy Circular.

A shareholder may attend the Meeting in person or may be represented by a proxyholder. Shareholders who are unable to attend the Meeting in person are requested to date, sign and return the accompanying Instrument of Proxy, or other appropriate form of proxy, in accordance with the instructions set forth in the accompanying Management Proxy Circular. **A proxy will not be valid unless it is deposited at the offices of Computershare Trust Company of Canada (Attention: Proxy Department, 100 University Avenue, 9th Floor, Toronto, Ontario, M5J 2Y1), or sent to Computershare by facsimile (at 416-263-9524 or 1-866-249-7775), at least forty-eight (48) hours (excluding Saturdays, Sundays and holidays) before the time of the Meeting, or any adjournment thereof. A person appointed as proxyholder need not be a shareholder of the Corporation.**

Only persons registered as holders of common shares on the records of the Corporation as of the close of business on May 13, 2005 are entitled to receive notice of the Meeting.

DATED at Calgary, Alberta as of May 13, 2005.

BY ORDER OF THE BOARD OF DIRECTORS

"Richard W. DeVries"

Richard W. DeVries
Chairman