

ISEE3D INC.
NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Annual General Meeting (the "Meeting") of **ISEE3D INC.** (the "Company") will be held on **Tuesday, June 2, 2009**, at 10:00 a.m. (Montreal time) at 550 Beaumont, Suite 502, Montreal, Quebec, for the following purposes:

1. To receive and consider the Audited Financial Statements for the fiscal year ended December 31, 2008 and Management Discussion and Analysis in respect thereof.
2. To re-appoint WSBG LLP, Chartered Accountants, as auditors of the Company for the ensuing year, at a remuneration to be fixed by the Directors, as more particularly described under the heading "Appointment and Remuneration of Auditors", in the accompanying Information Circular.
3. To set the number of Directors for the ensuing year at four (4).
4. To elect Directors to hold office until the next annual general meeting of the Company.
5. To approve the Company's stock option plan, as more particularly described under the heading "Particulars of Other Matters to be Acted Upon – Approval and Adoption of New Rolling Stock Option Plan" in the accompanying Information Circular.
6. To confirm, ratify and approve all acts, deeds and things done by and the proceedings of the Directors and Officers of the Company on behalf of the Company during the preceding year.
7. To transact such other business as may properly come before the Meeting or any adjournment thereof.

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting.

If you are unable to attend the Meeting in person, you may still vote on the above items by submitting a Proxy. A form of Proxy has been provided in this package, together with an Information Circular which forms part of this Notice. Please refer to the Notes to the Proxy for instructions on completing the Proxy. To be effective, the Proxy must be completed, dated, signed and returned within the time limits and in accordance with the instructions set out in the Notes. As stated in the Notes, the enclosed Proxy is solicited by or on behalf of management of the Company, and the persons named as proxyholder are directors and/or officers of the Company, or nominees selected by management. You may appoint another to represent you at the Meeting by striking out the names of the persons therein and inserting, in the space provided, the name of the person you wish to represent you at the Meeting.

DATED at Montreal, Quebec, this 4th day of May, 2009.

By Order of the Board of Directors
ISEE3D INC.

"Dwight Romanica"

DWIGHT ROMANICA
CEO & Director