CENTURY FINANCIAL CAPITAL GROUP INC.

The Canadian Venture Building, 82 Richmond Street East, Toronto, ON M5C 1P1 Telephone: (416) 716-8181

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual and special meeting (the "**Meeting**") of Century Financial Capital Group Inc. (the "**Company**") will be held at the offices of the McMillan LLP, located at Brookfield Place, Suite 4400, 181 Bay Street, Toronto, Ontario M5J 2T3 on Thursday, March 15, 2018 at 1:00 p.m. (Toronto time) for the following purposes:

- 1. to receive the audited financial statements of the Company for the financial years ended August 31, 2017, 2016, and 2015, together with the auditor's reports on those financial statements;
- 2. to elect an interim board of directors of the Company that will hold office until the completion of the proposed business combination with FV Pharma Inc. (the "**Proposed Transaction**");
- 3. to fix, conditional upon, and effective as of the completion of the Proposed Transaction, the number of directors of the Company at five (5), and to elect, conditional upon, and effective as of the completion of the Proposed Transaction, as directors of the Company, Thomas Fairfull, Zeeshan Saeed, Donal Carrol, Yaron Conforti and Harry Bregman;
- 4. to ratify the appointment of Dale Matheson Carr-Hilton Labonte LLP as the auditor of the Company for the ensuing year and to authorize the directors of the Company to fix the remuneration of the auditor;
- 5. to consider and, if thought fit, to pass an ordinary resolution to ratify and approve the Company's stock option plan, as described in the Information Circular accompanying this Notice of Meeting;
- 6. to consider and, if thought appropriate, to pass, with or without variation, a special resolution approving the name change of the Company to "Cannabis ConneXion Corp." or such other name that is acceptable to the board of directors of the Company;
- 7. to consider and, if thought advisable, to pass, with or without variation, a special resolution approving the amendment to the current Articles of the Company to create a new class of Class A Multiple Voting Shares, to amend the terms of and re-designate the existing common shares as Class B Subordinate Voting Shares and to eliminate the existing non-voting Class A Preference Shares and non-voting Class B Preference Shares (the "Articles Amendment Resolution"); and
- 8. to transact such other business as may properly come before the Meeting or any adjournment or postponement thereof.

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is supplemental to, and is expressly incorporated as a part of, this Notice of Meeting.

Registered holders of common shares of the Company ("Common Shares") have the right to dissent with respect to the Articles Amendment Resolution if the Articles Amendment Resolution becomes effective and to be paid the fair value of their Common Shares in accordance with Section 185 of *Business Corporations Act* (Ontario) (the "OBCA"). A registered shareholder's right to dissent is more particularly described in Schedule "A" attached to the Information Circular, which sets forth the complete text of Section 185 of the OCBA. A dissenting shareholder must deliver to the Company at the Company's head office at The Canadian Venture Building, 82 Richmond Street East, Toronto, ON M5C 1P1, Attention:

CEO, a written objection to the Articles Amendment Resolution, at or prior to the Meeting or any adjournment thereof in order to be effective.

The Company's Board of Directors has fixed February 5, 2018 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, Heritage Transfer Agency Inc., at least 48 hours (excluding Saturdays, Sundays and statutory holidays recognized in the Province of Ontario) before the time and date of the Meeting or any adjournment or postponement thereof.

If you are a non-registered shareholder (defined in the accompanying Information Circular as a "Beneficial Shareholder") of the Company and have received this Notice of Meeting and accompanying Information Circular, and form of Proxy or, in place of the Proxy, a Voting Instruction Form, 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 that holds your securities on your behalf (an "Intermediary"), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

Dated at Toronto, Ontario this 9th day of February, 2018.

By Order of the Board of Directors of

CENTURY FINANCIAL CAPITAL GROUP INC.

<u>"Yaron Conforti"</u> Yaron Conforti

President and Chief Executive Officer