

CONSOLIDATED HCI HOLDINGS CORPORATION

400 Bradwick Drive
Suite 125
Concord, Ontario L4K 5V9

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

TAKE NOTICE that the Annual and Special Meeting of Shareholders of **CONSOLIDATED HCI HOLDINGS CORPORATION** (the "Corporation") will be held in the Sheppard Room, Novotel Hotel, 3 Park Home Avenue, Toronto, Ontario, on Friday, the 29th day of March, 2019, at the hour of 11:00 o'clock in the forenoon (Toronto time), for the following purposes:

1. To receive the financial statements of the Corporation for the year ended September 30, 2018, together with the report of the auditors thereon and the annual report of the directors;
2. To elect directors for the ensuing year;
3. To appoint auditors;
4. to consider and, if deemed advisable, to pass, with or without variation, a special resolution authorizing and approving an amendment to the Corporation's Articles to consolidate the Class B shares of the Corporation on the basis of one "new" Class B share for up to every twenty "old" Class B shares, all as more particularly described in the management information circular; and
5. To transact such other business as properly may be brought before the Meeting or any adjournment or adjournments thereof.

Holders of Class B shares who are unable to attend the Meeting in person are requested to sign and return the enclosed form of proxy in the envelope provided for that purpose.

The Corporation's financial statements for the year ended September 30, 2018, the report of auditors thereon to the shareholders, the annual report of the directors and a management information circular are enclosed herewith.

Only Class B shareholders of record at the close of business on February 20, 2019 will receive a Notice of Meeting and be entitled to vote, in person or by proxy.

DATED at Toronto this 20th day of February, 2019.

By Order of the Board

(signed) John H. Craig
Secretary