

URBANA CORPORATION

Notice of Annual Meeting of Shareholders

Notice is hereby given that the annual meeting (the “Meeting”) of shareholders of Urbana Corporation (“Urbana” or the “Corporation”) will be held at Vantage Venues, 150 King Street West, 27th Floor, Toronto, Ontario on June 17, 2020, at 11:00 a.m. A live audio webcast of the meeting will be available on our website at www.urbanacorp.com/annualmeeting. The following items are planned to be brought before the Meeting:

1. to place before the Meeting the financial statements of Urbana for the year ended December 31, 2019, together with the auditor’s report thereon;
2. to elect directors;
3. to appoint Deloitte LLP as the auditor of Urbana and to authorize the directors to fix the auditor’s remuneration;
4. to transact such other business as may properly come before the Meeting or any adjournment thereof.

The management information circular (the “Circular”) accompanying this notice provides details relating to the forgoing matters.

All shareholders of Urbana are entitled to attend the Meeting. Holders of common shares of record at the close of business on April 30, 2020 are the only shareholders entitled to vote at the Meeting. Holders of Non-Voting Class A Shares are entitled to attend the Meeting, but are not entitled to vote on the matters set forth above and further described in the Circular.

The Circular contains important information about Urbana and the Meeting. We encourage you to review it prior to voting.

In light of the ongoing public health concerns related to the COVID-19 outbreak and in order to support public health efforts in managing COVID-19, the Corporation is encouraging shareholders not to attend the meeting in person. Shareholders are urged to vote on the matters before the Meeting by proxy and to access the Meeting online by way of a live audio webcast at www.urbanacorp.com/annualmeeting2020 or by phone at 647-374-4685 or Canada Toll Free 1-855-703-8985 (enter meeting ID 975 2670 0588 when prompted). Holders of common shares accessing the Meeting by audio webcast or by phone are not able to vote at the Meeting. Shareholders may submit questions to the Corporation in advance of the Meeting by email at 2020AGM@urbanacorp.com. Questions so submitted will, subject to shareholder verification by the Corporation and confirmation of the relevance and subject matter, be addressed at the Meeting. The Company may take additional precautionary measures in relation to the Meeting in response to further developments in the COVID-19 outbreak.

May 6, 2020



Thomas S. Caldwell, C.M.
President and CEO