



NOTICE OF MEETING OF

ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

**TO:** The Shareholders of Grand Peak Capital Corp.

**TAKE NOTICE** that pursuant to an order of the Supreme Court of British Columbia dated May 24, 2011, an annual general and special meeting (the "**Meeting**") of shareholders (the "**Company Shareholders**") of Grand Peak Capital Corp. ("**Grand Peak**" or the "**Company**") will be held at #200 8338-120<sup>th</sup> Street, Surrey, British Columbia, on June 30, 2011, at 2:00 PM (Vancouver time), for the following purposes:

1. to receive and consider the consolidated financial statements of the Company for the fiscal year ended September 30, 2010, and the report of the auditors thereon;
2. to set the number of directors for the ensuing year at five;
3. to elect directors of the Company for the ensuing year;
4. to appoint an auditor for the Company for the ensuing year and to authorize the directors to fix the auditor's remuneration;
5. to consider and, if thought fit, pass, with or without variation, a special resolution approving an arrangement (the "**Plan of Arrangement**") under Division 5 of Part 9 of the *Business Corporations Act* (British Columbia) (the "**Act**") which involves, among other things, the distribution to the Company Shareholders shares of 2801 Shangri-La Holdings Ltd.. ("**2801 Shangri-La**"), currently a wholly-owned subsidiary of the Company, all as more fully set forth in the accompanying management information circular (the "**Circular**") of the Company;
6. to consider and, if thought fit, pass, with or without variation, a special resolution approving a forward split of the Company's common shares on a One-for-Four basis, to occur after 2801 Shangri-La Holdings Ltd. is fully spun-out and listed on the Canadian National Stock Exchange;
7. to consider and, if thought fit, pass, with or without variation, an ordinary resolution to approve, ratify and affirm a stock option plan for 2801 Shangri-La Holdings Ltd.; and
8. to transact such other business as may properly come before the Meeting or at any adjournment(s) or postponement(s) thereof.

Dated at Surrey, British Columbia, this 18<sup>th</sup> day of May, 2011

**BY ORDER OF THE BOARD OF DIRECTORS**

**"Sonny Janda"**

Sonny Janda,  
President and CEO