

RUSSELL BREWERIES INC.

#202 – 13018 80th Avenue
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V3W 3B2

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NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the “**Meeting**”) of shareholders of **RUSSELL BREWERIES INC.** (the “**Company**”) will be held at the offices of Fasken Martineau DuMoulin LLP at 2900 - 550 Burrard Street, Vancouver, BC on Tuesday, December 29, 2015, at 3:00 p.m., Vancouver time, for the following purposes:

1. To receive the report of the directors of the Company;
2. To receive and consider the annual audited consolidated financial statements of the Company for the financial year ended June 30, 2015, together with the auditors’ reports thereon;
3. To set the number of directors of the Company at five (5);
4. To elect directors of the Company for the ensuing year;
5. To appoint auditors of the Company for the ensuing year;
6. To authorize the directors to fix the auditors’ remuneration for the ensuing year;
7. To consider and, if thought advisable, to pass, an ordinary resolution of the Company to approve the stock option plan of the Company, as more particularly described in the accompanying Information Circular; and
8. To act on such other matters, including amendments to any of the foregoing, 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. The Board of Directors of the Company has fixed November 20, 2015 as the record date for determining the shareholders who are entitled to vote at the Meeting. Only holders of common shares of the Company (the “**Common Shares**”) at the close of business on November 20, 2015 will be entitled to receive notice of and to vote at the Meeting.

Registered shareholders are requested to date, sign and return the accompanying form of Proxy for use at the Meeting if they are not able to attend the Meeting personally. To be effective, forms of proxy must be received by the Company’s registrar and transfer agent, Computershare Investor Services Inc., no later than 48 hours (excluding Saturdays, Sundays and holidays) before the time of the Meeting (namely, by 3:00 p.m., Vancouver time, on Wednesday, December 23, 2015) or any adjournment thereof at which the proxy is to be used. Proxies delivered by regular mail should be addressed to Computershare Investor Services Inc., 9th Floor, 100 University Avenue, Toronto, Ontario, M5J 2Y1, Attention: Proxy Department. Proxies delivered by facsimile must be sent to Computershare Investor Services Inc., Attention: Proxy Department, at 416-263-9524 or toll free 1-866-249-7775. To vote by Internet, visit the website address shown on the form of Proxy provided. Follow the online voting instructions given to you and vote over the Internet referring to your holder account number and proxy access number provided on the form of Proxy that was delivered to you. To vote by telephone, call the toll-free number shown on the form of Proxy. Using a touch-tone telephone to select your voting preferences, follow the instructions of the “vote voice” and refer to your holder account number and proxy access number provided on the proxy that was delivered to you. Note that voting by telephone is not available if you wish to appoint a person as a proxy other than someone named on the form of Proxy.

Non-registered shareholders who are non-objecting beneficial owners and have received a voting instruction form from Computershare Investor Services Inc., please complete and return the form in accordance with the instructions provided in the Information Circular and on the voting instruction form.

Non-registered shareholders who have received this Notice and the accompanying Information Circular 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 Common Shares on your behalf (the "Intermediary"), please complete and return the materials in accordance with the instructions provided to you by the Intermediary.

DATED at Surrey, British Columbia, this 27th day of November, 2015.

BY ORDER OF THE BOARD OF DIRECTORS

"Benjamin Li Yu"

(Benjamin) Li Yu
Chief Executive Officer