

**SYNERGY ACQUISITION CORP.  
NOTICE OF SPECIAL MEETING OF SHAREHOLDERS**

NOTICE IS HEREBY GIVEN that the special meeting (the “**Meeting**”) of the holders of common shares (the “**Shareholders**”) of Synergy Acquisition Corp. (the “**Corporation**”) will be held at 1, Place Ville-Marie, Suite 3900, Montreal, QC H3B 4M7 on Monday, January 6, 2014 at 3:00 p.m. (Montreal time) for the following purposes:

1. to appoint Raymond Chabot Grant Thornton LLP, Chartered Accountants, as auditors and to authorize the directors to fix the auditors' remuneration;
2. to consider, and if deemed advisable to adopt a special resolution, the full text of which is set forth in the accompanying Information Circular, to continue the Corporation under the *Canada Business Corporations Act* and discontinue the Corporation under the *Business Corporations Act* (Alberta), and to change the location of the head office of the Corporation from the Province of Alberta to the Province of Québec, the whole as more fully set out in the Management Proxy Circular.
3. to consider, and if deemed advisable to adopt a special resolution to authorize the Corporation's Board of Directors, subject to regulatory approval to change the name of the Corporation to Genius Properties Ltd./Les propriétés Genius Ltée., or at the sole discretion of the directors, to select an alternative name for the Corporation, the whole as more fully set out in the Management Proxy Circular.
4. to transact such other business as may properly be brought before the Meeting, or any adjournment or adjournments thereof.

Specific details of the matters proposed to be put before the Meeting are set forth in the Information Circular, which Information Circular forms a part of this notice of Meeting.

Each person who is a Shareholder of record at the close of business on December 5, 2013 (the “**Record Date**”), will be entitled to notice of, and to attend and vote at, the Meeting provided that, to the extent a Shareholder as of the Record Date transfers the ownership of any of such shares after such date and the transferee of those shares establishes that the transferee owns the shares and demands, not later than ten days before the Meeting, to be included in the list of Shareholders eligible to vote at the Meeting, such transferee will be entitled to vote those shares at the Meeting.

December 6, 2013

By Order of the Board Of Directors

*(Signed) Stéphane Leblanc*  
Chief Executive Officer

*Shareholders who are unable to attend the Meeting in person are requested to **COMPLETE AND SIGN THE ACCOMPANYING FORM OF PROXY** and forward it in the enclosed envelope to Computershare Investor Services Inc., 1500 University Street, 7<sup>th</sup> Floor, Montreal, QC H3A 3S8, to be received not later than 48 hours (excluding Saturdays, Sundays and holidays) prior to the time of the Meeting, or any adjournment or adjournments thereof, as applicable, in order for such proxy to be used at the Meeting, or any adjournment or adjournments thereof.*