

VOGOGO INC.

NOTICE OF ANNUAL AND SPECIAL MEETINGS OF SHAREHOLDERS TO BE HELD ON DECEMBER 14, 2018

TO THE SHAREHOLDERS OF VOGOGO INC.

NOTICE IS HEREBY GIVEN that an annual and special meeting (the “**Meeting**”) of the holders (collectively, unless the context requires otherwise, “**Shareholders**”) of common shares (“**Common Shares**”) and a special meeting (the “**Preferred Shareholder Meeting**”) of the holders of series 1 Preferred Shares (“**Series 1 Preferred Shares**”) (each, a “**Shareholder**” and collectively, unless the context requires otherwise, the “**Shareholders**”) in the capital of Vogogo Inc. (“**Vogogo**” or the “**Corporation**”), will be held at Vogogo’s offices at 5 Hazelton Avenue, Suite 300, Toronto Ontario, M5R 2E1 at 10:00 a.m. (Toronto time) on December 14, 2018 for the following purposes:

1. to receive the audited financial statements of the Corporation for the year ended December 31, 2017 and the report of the auditors thereon and the unaudited interim financial statements of the Corporation for the three months ended September 30, 2018;
2. to appoint MNP LLP as auditors of the Corporation for the ensuing year;
3. to elect the directors of the Corporation for the ensuing year;
4. to consider and, if deemed appropriate, to pass a special resolution approving the continuance of the Corporation from Alberta to Ontario;
5. conditional upon the continuance referred to above becoming effective, to consider and, if deemed appropriate, to pass a resolution approving a new general by-law of the Corporation;
6. to consider and, if deemed appropriate, to pass a special resolution approving the amendment to the Corporation’s articles to consolidate its issued and outstanding Common Shares on the basis of a ratio within the range of one post-consolidation Common Share for every ten pre-consolidation Common Shares (10:1) to one post-consolidation Common Share for every fifty pre-consolidation Common Shares (50:1), with the ratio to be selected and implemented by the board of directors of the Corporation (the “**Board**”) in its sole discretion, if at all, at any time prior to December 14, 2020;
7. to consider and, if deemed appropriate, to pass a special resolution approving a change of the name of the Corporation to “Cryptologic Corp.” upon the consolidation referred above becoming effective;
8. to consider and, if deemed appropriate, to pass a resolution approving amendments to the Corporation’s stock option plan;
9. to consider and, if deemed appropriate, to pass a resolution approving the Corporation’s deferred share unit plan;
10. to consider and, if deemed appropriate, to pass a resolution approving the Corporation’s performance and restricted share unit plan;
11. to consider and, if deemed appropriate, to pass a special resolution approving amendments to the terms of the Corporation’s Series 1 Preferred Shares;

12. to consider and, if deemed appropriate, to pass a special resolution approving amendments to the Corporation's articles of incorporation to delete the Corporation's Series 1 Preferred Shares; and
13. to transact such other business as may properly be brought before the Meeting or any adjournment(s) or postponement(s) thereof.

Shareholders should refer to the information circular accompanying this Notice of Annual and Special Meetings of Shareholders for more detailed information with respect to the matters to be considered at the Meeting and Preferred Shareholder Meeting.

If you are a registered Shareholder and are unable to attend the Meeting in person, please date and execute the accompanying form of proxy and return it in the envelope provided to AST Trust Company (Canada), the registrar and transfer agent of the Corporation, Attention: Proxy Department, P.O. Box 721, Agincourt, Ontario, Canada, M1S 0A1, or by facsimile, at 866-781-3111 (North America) or 416-368-2502 (outside of North America), by no later than 5:00 p.m. (Toronto time) on December 12, 2018 or two business days preceding the date of any adjournment or postponement.

If you are not a registered Shareholder and receive these materials through your broker or through another intermediary, please complete and return the form of proxy in accordance with the instructions provided to you by your broker or by the other intermediary.

The Board has fixed November 16, 2018 as the record date (the "**Record Date**") for the Meeting. Shareholders of record at the close of business on the Record Date are entitled to notice of the Meeting and to vote thereat or at any adjournment(s) or postponement(s) thereof on the basis of one vote for each Common Share held or Series 1 Preferred Share, as applicable, except to the extent that: (i) a registered Shareholder has transferred the ownership of any Common Shares or Series 1 Preferred Share, as applicable, subsequent to the Record Date; and (ii) the transferee of those Common Shares or Series 1 Preferred Share, as applicable, produces properly endorsed share certificates, or otherwise establishes that he or she owns the Common Shares or Series 1 Preferred Share, as applicable, and demands, not later than 10 days before the Meeting, that his or her name be included on the list of persons entitled to vote at the Meeting, in which case, the transferee shall be entitled to vote such Common Shares or Series 1 Preferred Share, as applicable, at the Meeting. The transfer books will not be closed.

BY ORDER OF THE BOARD OF DIRECTORS

(Signed) "*John Kennedy FitzGerald*"

John Kennedy FitzGerald

Director and President and Chief Executive Officer

November 20, 2018