

# CRYPTOLOGIC

**CRYPTOLOGIC CORP.  
NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS  
TO BE HELD ON APRIL 14, 2021**

TO THE SHAREHOLDERS OF CRYPTOLOGIC CORP.

NOTICE IS HEREBY GIVEN that an annual and special meeting (the “**Meeting**”) of the holders (collectively, unless the context requires otherwise, the “**Shareholders**”) of the common shares (the “**Common Shares**”) in the capital of Cryptologic Corp. (“**Cryptologic**” or the “**Corporation**”), will be held at Cryptologic’s offices at 5 Hazelton Avenue, Suite 300, Toronto Ontario, M5R 2E1 at 10:00 a.m. (Toronto time) on April 14, 2021 for the following purposes:

1. to receive the audited financial statements of the Corporation for the years ended December 31, 2020 and 2019 and the report of the auditors thereon;
2. to appoint Dale Matheson Carr-Hilton Labonte LLP as auditors of the Corporation for the ensuing year and authorize the board of directors to fix their remuneration;
3. to elect the directors of the Corporation for the ensuing year;
4. to consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution of the Corporation (the “**Fundamental Change Resolution**”), substantially in the form of the resolutions set out in the accompanying management information circular (“**Information Circular**”) approving the acquisition of Copenhagen Minerals Inc., which owns 100% of a mineral exploration license known as the Storø Gold Project (the “**Proposed Acquisition**”) as more fully described in the Information Circular;
5. to consider and, if deemed advisable, to pass, with or without variation, a special resolution substantially in the form of the resolution set out in the Information Circular, approving a change of the name of the Corporation in connection with the Proposed Acquisition from “Cryptologic Corp.” to “Greenhawk Resources Inc.” or such other name as may be selected by the Board of Directors of the Corporation, and an amendment to the articles of the Corporation in connection therewith; and
6. 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 Meeting of Shareholders for more detailed information with respect to the matters to be considered at the Meeting.

As a result of the COVID-19 pandemic, the Corporation asks that Shareholders follow the current instructions and recommendations of federal, provincial and local health authorities when considering attending the Meeting. While it is not known what the situation with COVID-19 will be on the date of the Meeting, the Corporation will adhere to all government and public health authority recommendations and restrictions in order to support efforts to reduce the impact and spread of COVID-19. As such, in order to mitigate potential risks to the health and safety of our communities, Shareholders, employees and other stakeholders, the Corporation is urging all Shareholders to vote by proxy in advance of the Meeting and not to attend the Meeting in person unless and until all social distancing recommendations or restrictions have been lifted. The Corporation will follow the guidance and orders of government and public health authorities in that regard, including those restricting the size of public gatherings. In order to adhere to all government and public health authority recommendations, the Corporation notes that the Meeting will be limited to only the legal requirements for shareholder meetings and guests will not be permitted entrance unless legally required.

Rather than attending in person, the Corporation encourages Shareholders to vote by proxy in advance of the Meeting and then access the Meeting via telephone conference call at:

1.866.651.2727 (Toll-Free Canada and US);  
<https://www.conf solutions.ca/ILT/?rls=4164725039A110> (International); or  
416.472.5039 (Toronto).

When prompted, enter the conference ID number 6285863 to access the Meeting.

If you are a registered Shareholder, 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 April 12, 2021 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 directors of the Corporation have fixed February 23, 2021 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 except to the extent that: (i) a registered Shareholder has transferred the ownership of any Common Shares subsequent to the Record Date; and (ii) the transferee of those Common Shares produces properly endorsed share certificates, or otherwise establishes that he or she owns the Common Shares 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 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

March 12, 2021