

**THE YIELD GROWTH CORP.
Suite 200 – 1238 Homer Street
Vancouver, British Columbia
V6B 2Y5
Phone: (604) 617-7979**

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual general meeting (the "**Meeting**") of shareholders of The Yield Growth Corp. (the "**Company**") will be held at Suite 200 – 1238 Homer Street, Vancouver, British Columbia, V6B 2Y5 on Thursday, June 25, 2020 at 11:30 a.m. (Pacific Standard Time) for the following purposes:

1. TO receive the audited financial statements of the Company for the fiscal year ended November 30, 2019, together with the auditor's report thereon;
2. TO set the number of directors of the Company to be elected at three (3);
3. TO elect the board of directors of the Company to hold office until the close of the next annual general meeting of shareholders of the Company; and
4. TO reappoint Saturna Group Chartered Professional Accountants LLP as the auditor of the Company for the ensuing year, and to authorize the directors of the Company to fix the auditor's remuneration.

In addition, shareholders will be asked to consider any amendment or variation of a matter identified in this Notice and to transact such other business as may properly come before the Meeting or any adjournment thereof.

A shareholder wishing to be represented by proxy at the Meeting or any adjournment thereof must deposit his duly executed form of proxy with Computershare Investor Services Inc., at 100 University Avenue, 9th Floor, Toronto, Ontario, M5J 2Y1 not later than 11:30 a.m. (Pacific Standard time) on June 23, 2020 or, if the meeting is adjourned, not later than 48 hours, excluding Saturdays, Sundays and holidays, preceding the time of such adjourned meeting.

Shareholders who are unable to attend the Meeting in person are requested to date, complete, sign and return the enclosed form of proxy or another suitable form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the Information Circular.

DATED at Vancouver, British Columbia, this 22nd day of May, 2020.

BY ORDER OF THE BOARD OF DIRECTORS OF THE COMPANY

"Penny White"
Penny White,
President & CEO