

NOTICE OF MEETING

TO: THE SHAREHOLDERS OF ROCKY MOUNTAIN LIQUOR INC.

NOTICE is hereby given that the annual and special meeting (the "Meeting") of the shareholders of Rocky Mountain Liquor Inc. (the "Corporation") will be held August 27, 2019 at National Bank Financial, Suite 3200, 130 King Street West, Toronto, Ontario at 1:00 p.m. (EDT) for the following purposes:

1. to receive the audited consolidated financial statements of the Corporation for the year ended December 31, 2018, and the report of the auditors thereon;
2. to fix the number of directors to be elected at the Meeting, or any adjournment or adjournments thereof, at four (4);
3. to consider, and if deemed advisable, to pass a resolution electing the directors of the Corporation for the ensuing year;
4. to consider, and if deemed advisable, to pass a resolution appointing Grant Thornton LLP, Chartered Accountants, as auditor, for the ensuing year and to authorize the directors to fix the auditors remuneration;
5. to consider, and if deemed advisable, to authorize a continuation of the Corporation's Stock Option Plan as adopted on August 23, 2010;
6. to consider and, if deemed advisable, to pass with or without modification a special resolution, the full text of which is set forth in the enclosed Management Information Circular dated July 15, 2019 (the "Information Circular"), authorizing and approving an amendment to the articles of the Corporation to consolidate the issued and outstanding common shares of the Corporation (the "Common Shares") on the basis of one (1) post-consolidation Common Share for every five (5) pre-consolidation Common Shares; and
7. to transact such other business as may properly come before the Meeting or any adjournment or adjournments thereof.

The specific details of the matters proposed to be put before the Meeting, or any adjournment or adjournments thereof, are set forth in the Information Circular accompanying and forming part of this Notice of Meeting.

ANNUAL AND SPECIAL MEETING FOR ROCKY MOUNTAIN LIQUOR INC NOTICE AND ACCESS NOTIFICATION TO SHAREHOLDERS

You are receiving this notification as Rocky Mountain Liquor Inc. ("Rocky") has decided to use the notice and access model for delivery of meeting materials to holders ("Shareholders") of common shares of Rocky ("Common Shares"). Under notice and access, Shareholders still receive a proxy or voting instruction form enabling them to vote at the Company's meeting. However, instead of a paper copy of the Management Information Circular certain Shareholders receive this notice with information on how they may access such materials electronically. The use of this alternative means of delivery is more environmentally friendly as it will help reduce paper use and also will reduce the cost of printing and mailing materials to Shareholders.

MEETING DATE AND LOCATION:

WHEN: Tuesday August 27, 2019 at 1:00 p.m. (EDT)

WHERE: National Bank Financial, Suite 3200, 130 King Street West, Toronto ON, M5X 1J9

BUSINESS OF THE MEETING

The specific details of the matters to be brought before the Meeting are set forth in the Management Information Circular and Proxy Statement dated July 15, 2019.

Shareholders are reminded to view the Management Information Circular prior to voting.

The purposes of the Meeting are:

1. to receive the audited consolidated financial statements of the Company for the year ended December 31, 2018, and the report of the auditors thereon;
2. to fix the number of directors to be elected at the Meeting, or any adjournment or adjournments thereof, at four (4);
3. to consider, and if deemed advisable, to pass a resolution electing the directors of the Company for the ensuing year;
4. to consider, and if deemed advisable, to pass a resolution appointing Grant Thornton LLP, Chartered Accountants, as auditor, for the ensuing year and to authorize the directors to fix the auditors remuneration;
5. to consider, and if deemed advisable, to authorize a continuation of the Corporation's Stock Option Plan as adopted on August 23, 2010;
6. to consider and, if deemed advisable, to pass with or without modification a special resolution, the full text of which is set forth in the Management Information Circular dated July 15, 2019, authorizing and approving an amendment to the articles of the Company to consolidate the issued and outstanding Common Shares of the Company on the basis of one (1) post-consolidation Common Share for every five (5) pre-consolidation Common Shares; and
7. to transact such other business as may properly come before the Meeting or any adjournment or adjournments thereof.

THE RIGHT TO VOTE

Holders of Common Shares as at the close of business on July 5, 2019 are entitled to receive notice of and to attend and vote at the Meeting, or any adjournment or postponement of the Meeting.

STRATIFICATION

Rocky has determined that all registered shareholders will receive a paper copy of the Information Circular and Annual Statements, whereas beneficial shareholders will only receive this notice and a voting instruction form or proxy form.

The process of sending this notification to beneficial Shareholders without standing instructions and the Management Information Circular to registered Shareholders and to beneficial Shareholders with standing instructions to receive a paper copy thereof is known as “stratification” and is permitted under the rules of “notice and access.” If your Common Shares are registered in the name of a nominee (usually a trust company, securities broker or other financial institution), you are a beneficial Shareholder. If your Common Shares are registered in your name you are a registered Shareholder.

REGISTERED SHAREHOLDERS

In order to be valid and acted upon at the Meeting, completed proxies must be received by Computershare using the below methods, by 1:00 p.m. (EDT) on Friday, August 23, 2019 or, in the case of any adjournment or postponement of the Meeting, at least 48 hours (excluding Saturdays, Sundays and holidays) prior to the time of the adjourned or postponed Meeting. A person appointed as a proxyholder need not be a Shareholder. See the Information Circular for further instructions.

INTERNET: www.investorvote.com

TELEPHONE: 1-866-732-8683

MAIL: Computershare Trust Company of Canada, 9th Floor Proxy Department, 100 University Avenue, Toronto, Ontario, M5J 2W1

BENEFICIAL SHAREHOLDERS

Beneficial shareholders are asked to return their proxies using one of the following methods at least one (1) business day in advance of the proxy deposit date set out in the accompanying proxy or voting instruction form.

INTERNET: www.proxyvote.com

TELEPHONE: 1-800-474-7493 (ENGLISH) OR 1-800-474-7501 (FRENCH)

FACSIMILE: 905-507-7793

MAIL: Data Processing Centre, PO Box 2800 STN LCD Malton, Mississauga ON, Canada, L5T 2T7

WEBSITES WHERE MEETING MATERIALS ARE POSTED

Materials can be viewed online at www.SEDAR.com or at the following internet address:

<http://www.ruminvestor.com/investor-relations/annual-reports/>

HOW TO OBTAIN PAPER COPIES OF THE MEETING MATERIALS

Beneficial Shareholders may request paper copies of the meeting materials, Management Information Circular, Annual Financial Statements and Annual Management Discussion and Analysis, be sent to them by postal delivery at no cost. Requests for meeting materials may be made up to one year from the date the Management Information Circular was filed on SEDAR.

Requests for paper copies can be made by calling Sarah Stelmack, CFO, Rocky Mountain Liquor at 780-483-8183. Requests should be received at least 5 business days in advance of the proxy deposit date and time set out in the accompanying proxy or voting instruction form in order to receive the meeting materials in advance of such date and the meeting date.

QUESTIONS

Shareholders with questions about the Meeting or about notice and access, can call Sarah Stelmack, CFO, Rocky Mountain Liquor at 780-483-8183.

By order of the Board of Directors of Rocky Mountain Liquor Inc.

“Allison Radford” (signed)

Chief Executive Officer

July 15, 2019