

**MAINSTREET EQUITY CORP.**

**NOTICE OF AN ANNUAL AND SPECIAL GENERAL MEETING OF COMMON  
SHAREHOLDERS OF MAINSTREET EQUITY CORP.**

Notice is hereby given that the annual and special general meeting of holders of common shares of Mainstreet Equity Corp. (the “**Corporation**”) will be held at 1413 - 2<sup>nd</sup> Street S.W., Calgary, Alberta, T2R 0W7, at 1:30 p.m. (Calgary time), on Friday, March 29<sup>th</sup>, 2019 for the following purposes.

1. To receive the consolidated audited financial statements of the Corporation for the financial year ended September 30, 2018 and the report of the auditors thereon.
2. To fix the board of directors of the Corporation at six (6) members.
3. To elect the board of directors for the ensuing year.
4. To appoint PricewaterhouseCoopers (“**PWC**”), Chartered Accountants, as the auditors of the Corporation for the ensuing year and to authorize the board of directors to fix their remuneration.
5. To consider, and if thought appropriate, to approve and adopt, with or without modification, an ordinary resolution to renew and amend the Shareholder Rights Plan of the Corporation.
6. To transact such other business as may be properly brought before the meeting.

Shareholders who are unable to attend the meeting in person are requested to date and execute the enclosed form of instrument of proxy and return it in the envelope provided for that purpose.

Dated at the City of Calgary, in the Province of Alberta, this 21<sup>st</sup> day of February, 2019.

**BY ORDER OF THE BOARD OF DIRECTORS**

*“Navjeet (Bob) S. Dhillon”*

Navjeet (Bob) Dhillon, President and Chief Executive Officer

**IMPORTANT**

**It is desirable that as many common shares of the Corporation as possible be represented at the meeting. If you do not expect to attend and would like your common shares represented, please complete the enclosed instrument of proxy and return the same as soon as possible in the envelope provided for that purpose. All instruments of proxy, to be valid, must be deposited at the office of the Registrar and Transfer Agent of the Corporation, Computershare Trust Company of Canada, 100 University Avenue, Toronto, Ontario, M5J 2Y1, not later than forty-eight (48) hours (excluding Saturdays, Sundays and holidays) prior to the meeting or any adjournment thereof. Late instruments of proxy may be accepted or rejected by the Chairman of the meeting in his discretion and the Chairman of the meeting is under no obligation to accept or reject any particular late instruments of proxy.**

**If you are a non-registered shareholder of the Corporation and receive these materials through your broker or through another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or by the other intermediary. Failure to do so may result in your shares not being eligible to be voted by proxy at the Meeting.**