

LIONS BAY CAPITAL INC.

NOTICE OF ANNUAL GENERAL MEETING

TO: All holders of common shares of Lions Bay Capital Inc.

We will hold an annual general meeting of our shareholders on **Thursday, December 21, 2017**, at **Suite 1000, The Marine Building, 355 Burrard Street, Vancouver, British Columbia**. The meeting will start at **11:00 a.m.** (Pacific). We cordially invite you to attend and encourage you to do so.

At the meeting we will:

1. receive the audited annual financial statements of Lions Bay Capital Inc. for the financial year ended May 31, 2017, and the report of our auditor on those statements;
2. elect directors;
3. appoint the auditor for Lions Bay Capital Inc.;
4. consider and, if deemed appropriate, give annual approval to the 10% rolling stock option incentive plan that was adopted and implemented by our Board of Directors concurrent with completion by Lions Bay Capital Inc. of its Qualifying Transaction, which annual approval is required by the policies of the TSX Venture Exchange; and
5. consider any other proper business.

An Information Circular prepared by our management, together with a form of proxy, accompany this Notice of Annual General Meeting and should be read in conjunction with this Notice.

DATED at Vancouver, British Columbia, this 20th day of November, 2017.

BY ORDER OF THE BOARD

(signed) "*J. Ross MacLachlan*"

J. Ross MacLachlan
Director

If you cannot attend, we encourage you to complete and return the enclosed form of proxy indicating your voting instructions. Please complete, date and sign your form of proxy and return it by mail or fax to our transfer agent, Computershare Trust Company of Canada, 8th Floor, 100 University Avenue, Toronto, Ontario M5J 2Y1 Canada (facsimile number: within North America 1-866-249-7775; outside North America 1-416-263-9524); or vote by telephone or through the Internet following the instructions in the enclosed form of proxy. To be valid, a completed form of proxy must be received by our transfer agent by no later than 11:00 a.m. (Pacific time) on Tuesday, December 19, 2017, or, if the meeting is adjourned, by no later than 48 hours (excluding Saturdays, Sundays and holidays) prior to the time of the adjourned meeting.

If you are not a registered shareholder, please refer to the accompanying Information Circular for information on how to vote your shares.