

GLACIER MEDIA INC.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

June 25, 2019

TO THE SHAREHOLDERS OF GLACIER MEDIA INC.

Take notice that the annual and special meeting of the shareholders of Glacier Media Inc. (“**Glacier**” or the “**Corporation**”) will be held at 2500 – 700 West Georgia Street, Vancouver, British Columbia on Tuesday, June 25, 2019 at the hour of 10:00 a.m. (Vancouver time) for the following purposes:

1. To receive and consider the consolidated financial statements of Glacier for the fiscal year ended December 31, 2018, together with the auditor’s report thereon;
2. To elect directors for the ensuing year;
3. To appoint auditors for the ensuing year at a remuneration to be fixed by the Directors;
4. To consider, and if deemed appropriate, approve the non-binding advisory resolution to accept the Corporation’s approach to executive compensation;
5. To consider and, if thought advisable, approve an extension to the expiry date of 1,115,000 share purchase warrants;
6. To consider, and if deemed appropriate, approve a special resolution to consolidate the issued and outstanding common shares of the Corporation on the basis of five (5) old common shares for one (1) new common share and further authorize the Corporation’s directors to determine when and if to effect any such consolidation as more particularly described in the accompanying management proxy circular; and
7. To transact such other business as may properly come before the meeting or any adjournment thereof.

NOTES:

- (1) The directors of the Corporation have previously fixed and advertised the close of business on May 21, 2019 as the record date for the determination of shareholders entitled to receive this Notice.
- (2) Registered holders of common shares (“**Shares**”) of the Corporation who are unable to be personally present at the Meeting are requested to date, complete, sign and return the enclosed form of proxy to the Corporation’s registrar and transfer agent, Computershare Investor Services Inc., Proxy Department, 100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2Y1, Facsimile: 1-866-249-7775, on or before 10:00 a.m. (Vancouver time) on June 21, 2019 or if the Meeting is adjourned, at least 48 hours, excluding Saturdays, Sundays and prior to any adjournment thereof. Registered holders of common shares who are unable to be personally present at the Meeting may also vote by telephone or through the Internet as provided for in the form of proxy.
- (3) Non-registered holders of Shares should complete and return the voting instruction form or other authorization provided to them in accordance with the instructions provided therein.

Dated at Vancouver, British Columbia, this 23rd day of May, 2019.

BY ORDER OF THE BOARD OF DIRECTORS

“Jonathon Kennedy”

Jonathon J. L. Kennedy
President and Chief Executive Officer