

**LOGiQ ASSET MANAGEMENT INC.  
NOTICE OF SPECIAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that a special meeting (the “**Shareholder Meeting**”) of the holders (the “**Shareholders**”) of the common shares (the “**Shares**”) of LOGiQ Asset Management Inc. (the “**Company**”) will be held at the offices of Blake, Cassels & Graydon LLP, 855 - 2nd Street S.W., Suite 3500, Bankers Hall East Tower, Calgary, Alberta, Canada, on Friday, November 10, 2017, at 10:00 a.m. (Calgary time) for the following purposes:

1. to consider, and if deemed advisable, to approve, with or without variation, a special resolution (the “**Shareholder Resolution**”), the full text of which is appended as Appendix “A” to the joint management information circular dated October 11, 2017 accompanying this Notice of Special Meeting of Shareholders (the “**Information Circular**”), authorizing the sale by the Company to Purpose Investments Inc. (the “**Purchaser**”) of the management agreements and related assets relating to all of the retail investment funds (the “**Funds**”) currently managed by LOGiQ Asset Management Ltd. (“**LOGiQ Ltd.**”), LOGiQ Capital Partners Inc. (“**LOGiQ Capital Partners**”) and LOGiQ Capital 2016 (“**LOGiQ 2016**”), the Company’s registered subsidiaries (the “**Transaction**”); and
2. to transact such further and other business as may properly be brought before the Shareholder Meeting or any adjournment(s) or postponement(s) thereof.

The specific details of the matters proposed to be put before the Shareholder Meeting are set forth in the Information Circular, which forms part of this notice.

**The board of directors of the Company (the “Board of Directors”) unanimously recommends that the Shareholders vote FOR the Shareholder Resolution.** It is a condition to the completion of the Transaction that the Shareholder Resolution be approved at the Shareholder Meeting.

The Shareholders are entitled to vote at the Shareholder Meeting in person or by proxy with each Share entitling the holder thereof to one vote at the Shareholder Meeting. The Board of Directors has fixed the close of business on October 4, 2017 as the record date (the “**Record Date**”) for the determination of the Shareholders who will be entitled to receive notice of the Shareholder Meeting, or any adjournment(s) or postponement(s) thereof, and who will be entitled to vote at the Shareholder Meeting, or any adjournment(s) or postponement(s) thereof. Only those Shareholders whose names have been entered in the register of the Company as at the close of business on the Record Date will be entitled to receive notice of and vote at the Shareholder Meeting or any adjournment(s) or postponement(s) thereof.

**If you are a registered Shareholder, to ensure that your vote is recorded, please return the enclosed form of proxy, properly completed and duly signed, to the Company’s transfer agent, Computershare Trust Company of Canada at its Toronto office located at 100 University Avenue, 9<sup>th</sup> Floor, Toronto, Ontario, M5J 2Y1 or vote by telephone or on the Internet, in each case in accordance with the instructions included in the form of proxy, prior to 10:00 a.m. (Calgary time) on Wednesday, November 8, 2017 (or no later than 48 hours, excluding Saturdays, Sundays and holidays, before any reconvened meeting if the Shareholder Meeting is adjourned or postponed), whether or not you plan to attend the Shareholder Meeting.**

**If you hold your Shares through a broker, investment dealer, bank, trust company or other intermediary, you should follow the instructions provided by your intermediary to ensure your vote is counted at the Shareholder Meeting.**

The voting rights attached to Shares represented by proxy in the enclosed form of proxy, voting instruction form or other authorization provided to you by your broker or other intermediary will be voted in accordance

with the instructions indicated thereon. If no instructions are given, the voting rights attached to such Shares will be voted **FOR** the Shareholder Resolution.

The by-laws of the Company provide that the Shareholders present in person or by proxy, not being less than two in number and holding or representing not less than 25% of the issued Shares entitled to vote at the Shareholder Meeting, shall constitute a quorum for the Shareholder Meeting. If a quorum is not present in person or by proxy at the Shareholder Meeting, the Shareholder Meeting shall be adjourned to a date that is no more than 30 days after the originally scheduled date of the Shareholder Meeting and to such place and time as may be appointed by the Chairman at the Shareholders Meeting. At the adjourned meeting, the Shareholders present in person or by proxy shall constitute a quorum.

Registered Shareholders have the right to dissent with respect to the Transaction and to be paid the fair value of their Shares in accordance with the provisions of Section 191 of the *Business Corporations Act* (Alberta). A Shareholder's right to dissent is more particularly described in the accompanying Information Circular.

If you have any questions or require more information with regard to voting your Shares please contact the Company at 416-583-2300, toll free in North America at 1-800-513-3868, or email to [ir@logiqasset.com](mailto:ir@logiqasset.com).

**DATED** at Toronto, Ontario as of the 11<sup>th</sup> day of October, 2017.

**BY ORDER OF THE BOARD OF DIRECTORS**

(Signed) "Joseph C. Canavan"

Joseph C. Canavan

*President and Chief Executive Officer*