

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual and special meeting (the “**Meeting**”) of the shareholders of Mogo Inc. (the “**Company**”) will be held virtually via audiocast on June 27, 2023 at 1:00 pm (Pacific time) for the following purposes:

1. to receive the audited financial statements of the Company for the financial year ended December 31, 2022, together with the report of the auditor thereon;
2. to elect the directors of the Company, as more fully described in the section of the Company’s management information circular for the Meeting (the “**Circular**”) entitled “Business of the Meeting – Election of Directors”;
3. to re-appoint KPMG LLP, Chartered Accountants, as auditor of the Company for the ensuing year and to authorize the directors of the Company to fix its remuneration, as more fully described in the section of the Circular entitled “Business of the Meeting – Appointment of Auditor”;
4. to pass a special resolution (the full text of which is set out in the Circular) approving the consolidation of all of the issued and outstanding Common Shares of the Company on the basis of a consolidation ratio to be selected by the directors of the Company of up to four (4) pre-consolidation Common Shares for one (1) post-consolidation common share, all as more particularly described in the Circular; and
5. to transact such other business as may properly be brought before the Meeting or any adjournment or postponement thereof.

The Meeting will be conducted as a virtual-only meeting. Registered Shareholders (as defined in this Circular under the heading “Management Solicitation”) and duly appointed proxyholders can attend the meeting online at meetnow.global/MTUCRRH, where they can participate, vote, or submit questions during the meeting’s live webcast.

The Circular, this Notice, a form of proxy, a voting instruction form, the audited annual financial statements of the Company for the year ended December 31, 2022 and the management’s discussion and analysis relating to such financial statements are available on SEDAR at www.sedar.com, in the Company’s filings with the United States Securities and Exchange Commission at www.sec.gov, and at <http://investors.mogo.ca>. Shareholders are requested to complete, sign and return such form of proxy or voting instruction form, as applicable.

In order for a shareholder to be represented by proxy at the Meeting, the shareholder must complete and submit the enclosed form of proxy or other voting instruction form provided by its broker or other intermediary and return such instrument of proxy or other voting instruction form in accordance with the instructions provided therein well in advance of the Meeting. To be valid, completed forms of proxy must be received by Computershare Investor Services Inc. at 100 University Ave., 8th Floor, Toronto, Ontario M5J 2Y1, Attention: Proxy Department, or by fax to Computershare Investor Services Inc. at 1-866-249-7775 or 1-416-263-9524, not later than 1:00 pm (Pacific time) on June 23, 2023 or may be accepted by the Chair of the Meeting prior to the commencement of the Meeting. Registered shareholders may also submit their votes by telephone within North America at 1-866-732-8683 or outside North America at 1-312-588-4290, or online at www.investorvote.com, in each case not later than 1:00 pm (Pacific time) on June 23, 2023. The time limit for proxies may be waived or extended by the chair of the meeting, with or without notice.

Non-registered shareholders should use the enclosed voting instruction form to provide voting instructions. The voting instruction form contains instructions on how to complete the form, where to return it to and the deadline for returning it. It is important to read and follow the instructions on the voting instruction form in order to have your vote count.

Shareholders who need assistance with voting their shares should contact Laurel Hill Advisory Group, the

proxy solicitation agent, by telephone at: 1-877-452-7184 (North American Toll Free) or 416-304-0211 (Outside North America); or by email at: assistance@laurelhill.com.

DATED at Vancouver, British Columbia this 29th day of May, 2023.

BY ORDER OF THE BOARD

("David Feller")

David Feller

Chair