

**VIVERE COMMUNITIES INC.**  
**NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS**

TAKE NOTICE that an Annual and Special Meeting (the "**Meeting**") of the shareholders (each, a "**Shareholder**" and collectively, the "**Shareholders**") of VIVERE COMMUNITIES INC. (the "**Corporation**") will be held at the offices of McInnes Cooper, Suite 1300, 1969 Upper Water Street, Halifax, Nova Scotia on **Friday, May 31, 2019 at 2:00 p.m. (Atlantic)** for the following purposes:

1. To receive and consider the financial statements of the Corporation for the fiscal year ended December 31, 2018 and the auditors' report thereon;
2. To elect directors of the Corporation;
3. To re-appoint KPMG LLP, Chartered Accountants, as the auditors of the Corporation and authorize the directors to fix their remuneration;
4. To ratify, confirm and re-approve the Corporation's incentive stock option plan;
5. To consider and, if thought advisable, to pass, with or without variation, an ordinary resolution of disinterested shareholders, in the form annexed as Schedule "C" to the management information circular ("**Circular**") accompanying and forming part of this notice of meeting, ratifying and approving the deferred share unit plan of the Corporation (the "**DSU Plan Resolution**");
6. To consider and, if thought advisable, to pass, with or without variation, a special resolution, in the form annexed as Schedule "D" to the Circular, approving the amendment to the Corporation's Articles of Incorporation to allow the Corporation's registered office to be situated in Nova Scotia instead of British Columbia (the "**Articles Amendment Resolution**");
7. to consider, and if deemed advisable, to pass a special resolution as set out in Schedule "E" to the Circular to issue 1,318,036 common shares of the Corporation to companies controlled by officers and directors of the Corporation and to one director of the Corporation to settle in aggregate \$168,165 of debt to the Corporation (the "**Shares for Debt Resolution**");
8. to consider, and if deemed advisable, to pass a special resolution as set out in Schedule "F" to Circular to approve the issuance of 550,000 common shares of the Corporation to companies controlled by officers and directors of the Corporation and to one director of the Corporation to settle \$110,000 of debt to the Corporation, and to settle future consulting and advisory fees of \$110,000 every three months through the issuance of common shares (the "**Shares for Services Resolution**"); and
9. To transact such other business as may properly be brought before the Meeting.

Only Shareholders of record as of the close of business on April 30, 2019 (the "**Record Date**") are entitled to receive notice of, and to vote or act at, the Meeting. No person who becomes a Shareholder after the Record Date will be entitled to vote or act at the Meeting or any adjournment thereof.

To assure your representation at the Meeting as a registered Shareholder ("**Registered Shareholder**"), please complete, sign, date and return the enclosed proxy, whether or not you plan to personally attend the Meeting. Sending your proxy will not prevent you from voting in person at the Meeting. All proxies completed by Registered Shareholders must be received by the Corporation's transfer agent, Computershare Investor Services Inc. ("**Computershare**"), no later than **Wednesday, May 29, 2019 at 2:00 p.m. (Halifax Time)**. A Registered Shareholder must return the completed proxy to Computershare as follows:

- (a) by **mail** in the enclosed envelope; or
- (b) by the **Internet** or **telephone** as described on the enclosed proxy; or
- (c) by **registered mail**, by **hand** or by **courier** to the attention of Computershare Proxy Department, 8<sup>th</sup> Floor, 100 University Avenue, Toronto, Ontario, M5J 2Y1.

Non-registered Shareholders (“**Non-Registered Shareholders**”) whose shares are registered in the name of an intermediary should carefully follow voting instructions provided by the intermediary. A more detailed description on returning proxies by Non-Registered Shareholders can be found on page 3 of the attached Circular.

If you receive more than one proxy or voting instruction form, as the case may be, for the Meeting, it is because your shares are registered in more than one name. To ensure that all of your shares are voted you should sign and return all proxies and voting instruction forms that you receive.

DATED the 3<sup>rd</sup> day of May, 2019

BY ORDER OF THE BOARD OF DIRECTORS

*(signed) Michael Anaka*  
President and Chief Executive Officer