

**DIAMOND ESTATES WINES & SPIRITS INC.**  
1067 Niagara Stone Road  
Niagara-on-the-Lake, Ontario  
L0S 1J0

**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that an annual general and special meeting (the “**Meeting**”) of the shareholders of Diamond Estates Wines & Spirits Inc. (the “**Corporation**”) will be held on Thursday, September 27, 2018 at the offices of Chitiz Pathak LLP at TD North Tower, 77 King Street West, 7th floor, Toronto, Ontario, Canada at 10:30 a.m. (Eastern Daylight Saving Time) for the following purposes:

1. to receive the audited consolidated financial statements of the Corporation for the fiscal year ended March 31, 2018 and the auditor’s report thereon;
2. to appoint auditors for the ensuing year and to authorize the directors to fix the auditor’s remuneration;
3. to fix the number of directors of the Corporation at six and to elect each of the directors for the ensuing year;
4. to annually approve the Corporation’s Stock Option Plan; and
5. to transact such other business as may properly come before the Meeting or any adjournment thereof.

The board of directors of the Corporation has fixed August 27, 2018 as the record date for the determination of shareholders entitled to notice of, and to vote at, the Meeting and any adjournment thereof.

This notice of meeting is accompanied by a management information circular.

**A shareholder who is unable to attend the Meeting in person and who wishes to ensure that such shareholder’s shares will be voted at the Meeting is requested to complete, date and execute the form of proxy which was mailed separately to shareholders and deliver it by facsimile, by hand or by mail in accordance with the instructions set out in the form of proxy and in the management information circular.**

DATED at Toronto, Ontario this 25th day of August, 2018.

**BY ORDER OF THE BOARD**

(signed) “J. Murray Souter”

J. Murray Souter  
President and Chief Executive Officer

**NOTES:**

1. Shareholders registered on the books of the Corporation at the close of business on August 27, 2018 are entitled to notice of and to vote at the Meeting.
2. The board of directors of the Corporation has fixed a time that is not less than 48 hours (excluding Saturdays, Sundays and statutory holidays) before the Meeting or any adjournment thereof as the time before which the instrument of proxy to be used at the Meeting must be deposited with the Corporation's transfer agent, TSX Trust Company, 200 University Avenue, Suite 300, Toronto, Ontario, M5H 4H1.