

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 Wednesday, September 6, 2023 at 10:00 a.m. (Eastern Daylight Saving Time) by Zoom teleconference (information below in Note 3) for the following purposes:

1. to receive the audited consolidated financial statements of the Corporation for the fiscal year ended March 31, 2023, 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 seven and to elect each of the directors for the ensuing year;
4. to consider, and if deemed advisable, approve the Corporation’s Stock Option Plan;
5. to consider, and if deemed advisable, approve an increase in the number of Deferred Share Units (“**DSUs**”) authorized for issuance pursuant to the Corporation’s Deferred Share Unit Plan from 500,000 DSUs to 1,200,000 DSUs;
6. to consider, and if deemed advisable, approve the issuance of common shares of the Corporation to Lassonde Industries Inc. and its affiliated entities, upon the terms and conditions more fully described in the Management Information Circular; and
7. 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 Monday August 7, 2023 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 8th day of August, 2023.

BY ORDER OF THE BOARD

(signed) “Andrew Howard”

Andrew Howard
President and Chief Executive Officer

NOTES:

1. Shareholders registered on the books of the Corporation at the close of business on August 17, 2023 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, Suite 301, 100 Adelaide Street West, Toronto, Ontario, M5H 4H1.
3. Join Zoom Meeting

<https://us06web.zoom.us/j/81278084614?pwd=VTVFdHJvOVRZYVlTeFFJeIVKcDQzUT09>

Meeting ID: 812 7808 4614

Passcode: 098149

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- +1 309 205 3325 US
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- +1 346 248 7799 US (Houston)
- +1 360 209 5623 US
- +1 386 347 5053 US
- +1 507 473 4847 US
- +1 564 217 2000 US
- +1 646 558 8656 US (New York)
- +1 646 931 3860 US
- +1 669 444 9171 US
- +1 689 278 1000 US
- +1 719 359 4580 US
- +1 720 707 2699 US (Denver)
- +1 253 205 0468 US
- +1 253 215 8782 US (Tacoma)
- +1 301 715 8592 US (Washington DC)
- +1 438 809 7799 Canada
- +1 587 328 1099 Canada
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