

PLYMOUTH REALTY CAPITAL CORP.

Suite 410-1040 West Georgia Street, Vancouver, BC V6E 4H1

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual general meeting of the shareholders of Plymouth Realty Capital Corp. (the "Company") will be held at Suite 704-595 Howe Street, Vancouver, BC V6C 2T5 on Wednesday, June 26, 2019 at 10:00 a.m. (PDT) for the following purposes:

1. to fix the number of directors at three (3);
2. to elect Gunther Roehlig, Jeffrey Witherell and Barry Girling as directors for the ensuing year;
3. to appoint Smythe LLP, Chartered Professional, Accountants, as the auditors of the Company for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditors;
4. to consider, and if thought fit, to pass an ordinary resolution approving and ratifying the Company's 10% rolling stock option plan as more particularly described in the accompanying Information Circular;
5. to transact such other business as may be properly brought before the Meeting or any adjournment thereof.

All shareholders are entitled to attend and vote at the meeting in person or by proxy. The Board of Directors (the "Board") requests that all shareholders who will not be attending the Meeting in person read, date and sign the accompanying proxy and deliver it to TSX Trust Company, 301-100 Adelaide Street, West, Toronto ON M5H 4H1 on **Monday, June 24, 2019**, (or before 48 hours, excluding Saturdays, Sundays and holidays before any adjournment of the meeting at which the proxy is to be used) then the shareholder will not be entitled to vote at the Meeting by proxy. Only shareholders of record at the close of business on **Friday, May 17, 2019** will be entitled to vote at the Meeting.

An information circular and a form of proxy accompany this notice.

DATED at Vancouver, British Columbia, the 24th day of May 2019.

By Order of the Board of

PLYMOUTH REALTY CAPITAL CORP.

"Gunther Roehlig"

**Gunther Roehlig
President and Chief Executive Officer**