



**NOTICE OF 2019 ANNUAL MEETING
OF SHAREHOLDERS OF WINPAK LTD.**

Notice is hereby given that the Annual Meeting of Shareholders (the "Meeting") of Winpak Ltd. (the "Company") will be held at The Fort Garry Hotel, 222 Broadway, Winnipeg, Manitoba on Tuesday, April 23, 2019 at 4:30 p.m. (CDT) for the following purposes:

- (1) to receive the consolidated financial statements of the Company for the financial year that ended December 30, 2018 together with the report of the auditors thereon;
- (2) to elect the directors of the Company;
- (3) to appoint the auditors of the Company;
- (4) to consider and to approve an advisory resolution to accept the Company's approach to executive compensation; and
- (5) to transact such other business as may properly come before the Meeting or any adjournment thereof.

The accompanying Management Proxy Circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this Notice.

DATED at Winnipeg, Manitoba, February 22, 2019.

By Order of the Board of Directors

A handwritten signature in black ink, appearing to read 'D.L. Kemp', is written over a faint, illegible printed name.

D.L. Kemp
Secretary