

MIMI'S ROCK

MIMI'S ROCK CORP.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual and special meeting (the "**Meeting**") of the shareholders of Mimi's Rock Corp. (the "**Corporation**") will be held at the offices of Bennett Jones LLP, One First Canadian Place, Suite 3400, Toronto, Ontario at 10:00 a.m. (Eastern Daylight Time), on July 10, 2019 for the following purposes:

1. to receive the audited annual financial statements of the Corporation for the year-ended December 31, 2018, together with the report of the auditor thereon;
2. to elect directors of the Corporation for the ensuing year;
3. to appoint the auditor of the Corporation for the ensuing year and to authorize the directors of the Corporation to fix the remuneration of the auditor;
4. to consider and, if deemed advisable, to pass, with or without variation, a resolution ratifying, approving and adopting the advance notice amendment to the by-laws of the Corporation;
5. to consider and, if deemed advisable, to pass, with or without variation, a resolution confirming and approving the stock option plan of the Corporation;
6. to consider and, if deemed advisable, to pass, with or without variation, a resolution confirming and approving the restricted share unit plan of the Corporation; and
7. to transact such other business as may properly be brought before the Meeting or any adjournment thereof.

Particulars of the foregoing matters are set forth in the Corporation's management information circular dated June 10, 2019 (the "**Circular**"). A copy of the audited annual financial statements of the Corporation for the year ended December 31, 2018, together with the report of the auditor thereon, also accompany this notice of the Meeting. The directors of the Corporation have fixed the close of business on June 10, 2019 as the record date (the "**Record Date**") for the determination of shareholders of the Corporation entitled to receive notice of, and to vote at, the Meeting. Only shareholders whose names have been entered in the Corporation's register of shareholders as of the close of business on the Record Date will be entitled to receive notice of, and to vote at, the Meeting.

Registered shareholders may attend the Meeting in person or may be represented by proxy. If you are a registered shareholder and are unable to attend the Meeting in person, please exercise your right to vote by dating, signing and returning the accompanying form of proxy to TSX Trust Company, the transfer agent of the Corporation. To be valid, completed proxy forms must be dated, completed, signed and deposited with the Corporation's transfer agent, TSX Trust Company: (i) by mail using the enclosed return envelope or one addressed to TSX Trust Company, 301-100 Adelaide Street West, Toronto, Ontario, M5H 4H1; or (ii) by facsimile. You may also vote through the internet and if you do vote through the internet, you may also appoint another person to be your proxyholder. Please go to www.voteproxyonline.com and follow the instructions. You will require your 12-digit control number found on your proxy form. Your

proxy or voting instructions must be received in each case no later than 10:00 a.m. (Eastern Daylight Time) on the second to last business day preceding the day of the Meeting or any adjournment thereof. If you are unable to attend the Meeting, we encourage you to complete the enclosed form of proxy as soon as possible. If a shareholder received more than one form of proxy because such shareholder owns Common Shares registered in different names or addresses, each form of proxy should be completed and returned. The chair of the Meeting shall have the discretion to waive or extend the proxy deadline without notice.

If you are not a registered shareholder and receive these materials through your broker or through another intermediary, please complete and return the form of proxy in accordance with the instructions provided to you by your broker or by the other intermediary. For information with respect to shareholders who own their Common Shares through an intermediary, see "*General Proxy Information – Non-Registered Shareholders*" in this Circular.

The Circular, this notice of an annual and special meeting of shareholders, a form of proxy, the audited financial statements of the Corporation for the year ended December 31, 2018 and the Management Discussion and Analysis related to such financial statements will be available on SEDAR at www.sedar.com.

DATED at Toronto, Ontario as of the 10th day of June 2019.

By Order of the Board of Directors

(signed) "*Telfer Hanson*"
Telfer Hanson
Executive Chairman