



NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual general and special meeting (the “**Meeting**”) of the holders (“**Shareholders**”) of common shares (“**Common Shares**”) of Hill Street Beverage Company Inc. (the “**Corporation**”) will be held in a virtual meeting format only via webcast <https://meet.google.com/egy-fgpe-ofy>, or by conference call at +1 226-316-9330 (PIN: 312193366) at 11:00 am (Toronto time), on March 30, 2021, for the following purposes:

1. to receive the audited financial statements of Hill Street Beverage Company Inc. for the financial years ended June 30, 2020 and June 30, 2019, 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 thought appropriate, pass, with or without variation, an ordinary resolution approving the Corporation’s rolling stock option plan, as more fully described in the accompanying management information circular dated February 25, 2021 (the “**Circular**”);
5. to consider and, if thought appropriate, pass, with or without variation, an ordinary resolution of disinterested shareholders, amending the terms of stock options representing of the Corporation issued to officers, directors and employees of the Corporation;
6. to consider and, if thought appropriate, pass, with or without variation, a resolution to confirm, ratify and approve By-law No. 1A as adopted by the Corporation’s board of directors to amend the Corporation’s by-laws to include advance notice provisions for the nomination of candidates for election to the board of directors, as more fully described in the Circular;
7. to consider and, if thought appropriate, pass, with or without variation, an ordinary resolution of disinterested shareholders, approving the Corporation’s restricted share unit plan, as more fully described in the Circular;
8. to consider and, if thought appropriate, pass, with or without variation, an ordinary resolution of disinterested shareholders, consenting to HoldCo (St. Catharines) Ltd. becoming a control person of the Corporation;
9. to transact such other business as may properly be brought before the Meeting or any adjournment thereof.

Additional information relating to the business to be submitted to the Meeting is set forth in the accompanying Circular.

Consistent with the latest directives and orders of public health and governmental authorities regarding the COVID-19 coronavirus and in consideration of the health and safety of our Shareholders, colleagues and the broader community, the Meeting will be held in a virtual meeting format only via live webcast online at <https://meet.google.com/egy-fgpe-ofy>, or by conference call at **+1 226-316-9330 (PIN: 312193366)**. Shareholders and duly appointed proxyholders will be able to attend the Meeting (virtually), and submit questions, provided they have an internet connection. **It is possible that Shareholders will not be able to cast live votes at the meeting and as such each shareholder is strongly encouraged to complete and submit the proxy accompanying this circular in advance of the meeting.** Nonregistered shareholders who have not duly appointed themselves as proxyholder will be able to attend the Meeting as guests, but will not be able to vote at the Meeting.

Accompanying this Notice of Annual and Special Meeting of Shareholders is the Circular, either a form of proxy for registered Shareholders or a voting instruction form for beneficial Shareholders.

A Shareholder wishing to be represented by proxy at the Meeting or any adjournment thereof must deposit his, her or its duly executed form of proxy with the Corporation's transfer agent and registrar, Computershare Investor Services Inc., 510 Burrard St, 3rd Floor, Vancouver, B.C., V6C 3B9, no later than 24 hours prior to the commencement of the meeting, or with the Chairman of the Meeting prior to the commencement of the Meeting or any adjournment thereof.

It is possible that Shareholders will not be able to cast live votes at the meeting and as such each shareholder is strongly encouraged to complete and submit the proxy accompanying this circular in advance of the meeting.

If requested by a Shareholder, a copy of the annual management's discussion and analysis of the Corporation, including the audited financial statements of the Corporation as at and for the financial years ended June 30, 2020 and June 30, 2020, and the report of the auditor of the Corporation thereon, also accompanies this Notice of Annual and Special Meeting of Shareholders.

The directors of the Corporation have fixed the close of business on February 22, 2021, as the record date for the determination of the Shareholders of the Corporation entitled to receive notice of and to vote at the Meeting.

DATED at Toronto, Ontario this 25th day of February, 2021.

BY ORDER OF THE BOARD OF DIRECTORS

(signed) "*Jack Fraser*"

Jack Fraser
Chairman of the Board