

**NOTICE OF AN ANNUAL AND SPECIAL MEETING OF MEMBERS OF
WINNIPEG FILM GROUP INC.**

November 6, 2017 – 6:30 p.m. (Winnipeg Time)

NOTICE IS HEREBY GIVEN that an Annual and Special Meeting of the Members of WINNIPEG FILM GROUP INC. (the “**Group**”) will be held at 100 Arthur Street, Winnipeg, Manitoba, on November 6, 2017, at 6:30 p.m. (Winnipeg Time) for the following purposes:

1. to elect directors of the Group to fill vacancies in the board of directors of the Group as at the date of the meeting;
2. to engage in the typical manner of business conducted at an annual general meeting of the Group, as more particularly set out in the attached proposed agenda, including the acceptance of minutes of the 2016 annual general meeting of the group, the appointment of an auditors of the Group and the election of directors; and
3. to transact such other business as may properly come before the meeting, or any adjournment thereof.

The following document is attached to this Notice:

1. Proposed agenda for the Annual and Special Meeting of the Members of the Group.

Proxies may be appointed by way of email correspondence to: board@winnipegfilmgroup.com no later than 6:30 p.m. (Winnipeg time) on Sunday, November 5, 2017.

DATED at Winnipeg, Manitoba this 13th day of October, 2017.

**BY ORDER OF THE BOARD OF DIRECTORS OF
WINNIPEG FILM GROUP INC.**

WINNIPEG FILM GROUP INC.

AGENDA FOR THE ANNUAL AND SPECIAL MEETING OF THE MEMBERS

NOVEMBER 6, 2017 – 6:30 P.M. (WINNIPEG TIME)

1. Call to order
2. Confirmation of Voting Members Present
3. Confirmation of Proxies
4. Election of Directors for the purposes of filling vacancies in the Board of Directors
5. Acceptance of the Minutes of the 2016 Annual General Meeting
6. Report from the Board of Directors
7. Presentation of the 2016/17 Audited Financial Statements (information only)
8. Appointment of the auditor for 2017/18
9. Election of Directors
10. Election of President
11. Adjournment