



## NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

**NOTICE IS HEREBY GIVEN** that an annual general and special meeting (the “**Meeting**”) of holders of common and variable voting shares, (the “**Shareholders**”) of Canada Jetlines Ltd. (the “**Company**”) will be held in the Grouse Room of the Coast Harbour Hotel located at 1180 West Hastings Street, Vancouver, B.C., V6E 4R5 on Wednesday, June 27, 2018 at 10:00 a.m. (Pacific Time) for the following purposes:

1. to receive and consider the audited financial statements of the Company for the fiscal year ended December 31, 2017 and the report of the auditors thereon;
2. to elect directors of the Company on the basis set forth in the information circular of the Company dated May 2, 2018 (the “**Information Circular**”);
3. to appoint Davidson & Company LLP, Chartered Professional Accountants, as auditors of the Company for the ensuing year and to authorize the directors to fix the auditors’ remuneration;
4. to consider and, if thought fit, to pass, with or without variation, an ordinary resolution approving, ratifying and confirming the Company’s Amended Stock Option Plan, as more particularly described in the Information Circular;
5. to consider and, if thought fit, to pass an ordinary resolution approving, ratifying and confirming the grants of 2,080,000 stock options of the Company having such terms as more particularly described in the Information Circular;
6. to consider and, if thought fit, to pass, with or without variation, an ordinary resolution approving, ratifying and confirming the Company’s Restricted Share Unit Plan, as more particularly described in the Information Circular;
7. to consider and, if thought fit, to pass, with or without variation, an ordinary resolution approving, ratifying and confirming the Company’s Performance Share Unit Plan, as more particularly described in the Information Circular;
8. to consider and, if thought fit, to pass an ordinary resolution approving, ratifying and confirming the Advance Notice By-Laws of the Company, as more particularly described in the Information Circular; and
9. to transact such other business as may properly come before the Meeting or any adjournment thereof.

### NOTICE-AND-ACCESS

Notice is also hereby given that the Company has decided to use the notice-and-access method of delivery of its proxy-related materials. The notice-and-access method allows for the Company to deliver Meeting materials via the internet in accordance with the applicable rules set forth in National Instrument 54-101 *Communications with Beneficial Owners of Securities of a Reporting Issuer*. Under the notice-and-access system, beneficial shareholders who have requested to receive proxy-related materials and who do not have existing instructions on their account to receive paper materials will receive a notification containing information on how to obtain electronic and paper copies of the Information Circular in advance of the Meeting. All other beneficial shareholders who have requested to receive Meeting materials and registered shareholders who have not consented to electronic delivery will receive a paper copy of the Information Circular. Registered shareholders who have consented to electronic delivery will receive the Information Circular electronically.

The use of this alternative method of delivery is more environmentally friendly as it will help reduce paper use and will also reduce the cost of printing and mailing the Information Circular to Shareholders.

In accordance with the *Canada Business Corporations Act* requirements, the annual audited financial statements of the Company for its fiscal year ended December 31, 2017 (“**Annual Financial Statements**”) and related management discussion and analysis (“**MD&A**”) will be physically delivered to registered holders and non-objecting beneficial owners. **Shareholders are reminded to view the Information Circular, Annual Financial Statements and MD&A prior to voting.**

### **Accessing Meeting Materials Online**

Shareholders may access these materials under the Company’s profile on SEDAR at [www.sedar.com](http://www.sedar.com) or at [www.envisionreports.com/jet2018](http://www.envisionreports.com/jet2018) or at the Company’s website at [www.jetlines.ca/investors/AGM](http://www.jetlines.ca/investors/AGM).

### **Requesting Printed Meeting Materials**

Registered holders may request a paper copy of the Information Circular be sent to them by postal delivery at no cost to them. In order to receive a paper copy of the Information Circular, please call toll free within North America 1-866-962-0498 or outside North America, call 514-982-8716. Any beneficial owner who wishes to receive a paper copy of the Information Circular should contact Broadridge Investor Communications Solutions, Canada at 1-855-887-2244. **Requests for paper copies of the Information Circular should be received by June 17, 2018 in order to receive a copy in advance of the Meeting.** To obtain a paper copy of the Information Circular after the date of the Meeting, please contact 1-866-964-0492.

To obtain additional information about the Notice-and-Access provisions, a shareholder may contact the Company’s transfer agent toll free at 1-866-964-0492.

If you are a registered shareholder and are unable to attend the Meeting in person, please complete, date and sign the accompanying form of proxy and deposit it with Computershare Investor Services Inc., 100 University Avenue, 9th Floor, Toronto, Ontario, M5J 2Y1, not less than 48 hours (excluding Saturdays, Sundays and holidays) prior to the Meeting.

If you are a non-registered shareholder and received this Notice of Meeting and accompanying materials through a broker, a financial institution, a participant, a trustee or administrator of a self-administered retirement savings plan, retirement income fund, education savings plan or other similar self-administered savings or investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the foregoing that holds your shares on your behalf (an “**Intermediary**”), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

The directors of the Company have fixed the close of business on May 8, 2018 as the record date, being the date for the determination of the registered holders entitled to notice and to vote at the meeting and any adjournment(s) thereof.

DATED at Vancouver, British Columbia this 2<sup>nd</sup> day of May, 2018.

### **BY ORDER OF THE BOARD OF DIRECTORS**

(signed) MARK J. MORABITO

Mark J. Morabito  
Executive Chair of the Board of Directors