



PRIVATE CAPITAL MARKETS ASSOCIATION OF CANADA

NOTICE OF ANNUAL GENERAL MEETING OF MEMBERS

Date:	December 12, 2018
Time:	5:00 p.m. (Toronto time)
Registration:	4:30 p.m. – 5:00 p.m. (Toronto time)
Location:	66 Wellington Street West, Suite 4100 TD Bank Tower, Toronto, ON M5K 1B7

Conference Call dial-in available upon request to: info@pcmacanada.com



NOTICE OF ANNUAL GENERAL MEETING OF MEMBERS

TO THE MEMBERS OF THE PRIVATE CAPITAL MARKETS ASSOCIATION OF CANADA:

NOTICE IS HEREBY GIVEN that the annual general meeting of members of the Private Capital Markets Association of Canada (the “**Association**”) will be held at 66 Wellington Street West, Suite 4100, TD Bank Tower, Toronto, Ontario, on December 12, 2018 at 5:00 p.m. (Toronto time) (the “**Meeting**”) for the following purposes:

1. to elect directors of the Association for the ensuing year;
2. to ratify and approve the acts of the Association and its board of directors and officers undertaken since the last annual meeting of the Association;
3. to receive and consider the financial statements of the Association for the financial year ended June 30, 2018, together with the report of the auditors thereon;
4. to appoint Fruitman Kates LLP, Chartered Accountants, as the auditors of the Association for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditors for the ensuing year;
5. in connection with each of the foregoing, to consider and, if deemed advisable, to pass, with or without variation, resolutions substantially in the form of the resolutions set forth at Schedule “A” to the accompanying form of proxy; and
6. to transact such other business as may properly come before the Meeting or any adjournment(s) or postponement(s) thereof.

Accompanying this notice of annual general meeting is a form of proxy which should be read in conjunction with this notice of annual general meeting.

Members who are unable to attend the Meeting are requested to complete, sign, date and return the enclosed form of proxy in accordance with the instructions set out in the form of proxy accompanying this notice of annual general meeting. A proxy will not be valid unless it is deposited at the office of the Association at Suite 5700, First Canadian Place, 100 King Street West, Toronto, ON M5X 1C7, or transmitted by email to info@pcmacanada.com, not less than 24 hours (excluding Saturdays, Sundays and holidays) before the time fixed for the Meeting or any adjournment(s) or postponement(s) thereof. The chairperson of the Meeting has the discretion to accept proxies received after that time.

The board of directors of the Association unanimously recommends that members vote IN FAVOUR of the matters set forth in this notice of annual general meeting. In the absence of any instructions to the contrary, the membership interests in the Association represented by proxies appointing the management designee(s) named in the accompanying form of proxy will be voted IN FAVOUR of the matters set forth in this notice of annual general meeting.

DATED at Toronto, Ontario, this 26th day of November, 2018.

**BY ORDER OF THE BOARD OF DIRECTORS
OF THE PRIVATE CAPITAL MARKETS
ASSOCIATION OF CANADA**

(signed) "Georgina Blanas"

Georgina Blanas

Executive Director