



**HOME CAPITAL GROUP INC.
NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS**

Date: **Wednesday, May 16, 2018**
Time: **10:00 a.m. (Toronto time)**
Address: **Arcadian Court, Simpson Tower
401 Bay Street, 8th Floor
Toronto, Ontario**

PURPOSE OF THE MEETING:	FOR FURTHER INFORMATION, PLEASE SEE:
I. To receive the financial statements of the Corporation for the year ended December 31, 2017 and the auditor's report on the financial statements	<i>"Business of the Meeting – Financial Statements" in the Corporation's management information circular, dated March 20, 2018 (the "Circular")</i>
II. To elect the Board of Directors	<i>"Business of the Meeting – Election of Directors" in the Circular</i>
III. To appoint the auditor and authorize the directors to fix the remuneration of the auditor	<i>"Business of the Meeting – Appointment of Auditor" in the Circular</i>
IV. To consider and, if deemed advisable, pass, with or without variation, an ordinary resolution (the full text of which is reproduced in Schedule C to the Circular) approving the continuance, amendment and restatement of the rights plan agreement between the Corporation and Computershare Investor Services Inc., all as more particularly described in the Circular	<i>"Business of the Meeting – Shareholder Rights Plan" in the Circular</i>
V. To approve the advisory resolution to accept the approach to executive compensation also known as Say on Pay	<i>"Business of the Meeting – Shareholder Advisory Vote to Approach to Executive Compensation" in the Circular</i>
VI. To consider any other business which may properly come before the Annual and Special Meeting of Shareholders	

A form of proxy (or voting instruction form, as applicable) accompanies this notice.

Notice-and-Access

This year we are implementing the "notice-and-access" system adopted by the Canadian Securities Administrators for the delivery of the Circular and 2017 annual report, which includes management's discussion and analysis and annual audited consolidated financial statements of the Corporation for the fiscal year ended December 31, 2017 (collectively, the "Meeting Materials"). Under notice-and-access, you will receive a proxy or voting instruction form enabling you to vote at the Meeting. However, instead of a paper copy of the Circular, you will receive this notice which contains information about how to access the Meeting Materials electronically. Adopting the notice-and-access system allows for faster access to the Meeting Materials, helps reduce printing and postage costs and contributes to the protection of the environment.

The Circular and form of proxy (or voting instruction form, as applicable) provide additional information concerning the matters to be dealt with at the Meeting. **You should access and review all information contained in the Circular before voting.**

Shareholders with questions about notice-and-access may call 1-866-964-0492 or by going to www.computershare.com/noticeandaccess.

Websites Where Meeting Materials are Posted

Our Meeting Materials can be viewed online on our website at www.homecapital.com, or under our SEDAR profile at www.sedar.com.

Beneficial and Registered Shareholders

If you would like paper copies of the Meeting Materials, you should first determine whether you are (i) a Beneficial holder of Common Shares, as are most of our shareholders, or (ii) a Registered shareholder.

You are a Beneficial shareholder (also known as a non-Registered shareholder) if you beneficially own Common Shares that are held in the name of an intermediary such as a bank, trust company, securities broker, trustee, depository, clearing agency (such as CDS Clearing and Depository Services Inc. or "CDS") or other intermediary. For example, you are a non-Registered shareholder if your Common Shares are held in a brokerage account of any type.

You are a Registered shareholder if you hold a paper share certificate and your name appears directly on your share certificate.

How to Obtain Paper Copies of the Meeting Materials

Registered shareholders and Beneficial shareholders may request that paper copies of the Meeting Materials be mailed to them at no cost. Requests may be made up to one year from the date that the Circular was filed on SEDAR.

REGISTERED HOLDER		BENEFICIAL OWNER
Before the voting deadline and Meeting:	After the voting deadline and Meeting:	Call 1-877-907-7643 or 905-507-5450 (outside of North America) or go to www.proxyvote.com and enter the 16-digit control number located on your voting instruction form. Follow the instructions provided.
Call 1-866-962-0498	Call 1-855-887-2243	

Requests should be received by **5:00 pm (Toronto time) on May 4, 2018** if you would like to receive the Meeting Materials in advance of the voting deadline and Meeting date.

Voting

Registered shareholders and Beneficial shareholders may exercise their voting rights before or during the Meeting.

REGISTERED HOLDER	BENEFICIAL OWNER
Before the voting deadline and Meeting:	
Registered shareholders who are unable to be present at the Meeting should exercise their right to vote by completing and submitting the form of proxy in accordance with the directions on the form. Forms of proxy may also be completed and submitted by: Telephone: 1-866-732-VOTE (8683) Internet: www.investorvote.com	Complete and submit the voting instruction form in accordance with the directions on the form, using the following options: Internet: www.proxyvote.com Telephone: 1-800-474-7493 (English) 1-800-474-7501 (French) Mail: Data Processing Centre P.O. Box 3700, Stn. Industrial Park Markham, ON, L3R 9Z9
During the voting deadline and Meeting:	
Computershare Trust Company of Canada must receive completed proxies not later than 10:00 a.m. (Toronto time) on May 14, 2018 or, if the Meeting is adjourned or postponed, 48 hours (excluding Saturdays, Sundays and statutory holidays) before any adjourned or postponed Meeting.	If a Beneficial shareholder wishes to attend and vote at the Meeting in person (or have another person attend and vote on such shareholder's behalf), he or she must complete the voting instruction form in accordance with the directions provided.

DATED at Toronto, Ontario, this 20th day of March, 2018.

By order of the Board of Directors



Christer V. Ahlvik
Executive Vice President, Corporate Counsel &
Corporate Secretary