



**ALTUS GROUP LIMITED**

**NOTICE OF ANNUAL MEETING OF SHAREHOLDERS**

**WHEN:** Tuesday, May 7, 2019  
10:00 a.m.

**WHERE:** Goodmans LLP  
34<sup>th</sup> Floor, Bay Adelaide Centre  
333 Bay Street  
Toronto, Ontario

**BUSINESS OF THE MEETING:**

1. to receive the audited consolidated financial statements of Altus Group Limited (the "Company") for the financial year 2018 and the auditor's report thereon;
2. to elect the Company's directors;
3. to appoint Ernst & Young LLP as the Company's auditor for the financial year 2019 and to authorize the Board of Directors to fix the auditor's remuneration;
4. to consider an advisory resolution on the Company's approach to executive compensation; and
5. to transact such other business as may properly come before the Annual Meeting of Shareholders or at any adjournment or postponement thereof (the "**Meeting**").

The items of business covered at the Meeting are discussed in more detail beginning at page 7 of the management information circular.

Shareholders of record as of the close of business on **March 22, 2019** will be entitled to receive notice of, and vote at, the Meeting. There were 39,627,839 common shares of the Company outstanding on March 22, 2019.

We use the "*Notice and Access*" system for the delivery of our proxy materials to our shareholders. This means we will post the proxy materials on our website and on the System for Electronic Document Analysis and Retrieval ("**SEDAR**"). Shareholders will receive a notice that explains how to access the proxy materials (including the management information circular, consolidated financial statements and our management's discussion and analysis for 2018) on our website, [www.altusgroup.com](http://www.altusgroup.com) and on [www.sedar.com](http://www.sedar.com) and how to request a paper copy of the proxy materials.

Shareholders who are unable to attend the Meeting in person are requested to complete, date, sign and return the proxy form for use at the Meeting by:

1. mail in the envelope provided to AST Trust Company (Canada), Attention: Proxy Department, P.O. Box 721, Agincourt, Ontario M1S 0A1;
2. e-mail at [proxyvote@astfinancial.com](mailto:proxyvote@astfinancial.com);
3. facsimile at 416-368-2502 (toll free in North America at 1-866-781-3111);
4. telephone vote at 1-888-489-5760 (toll free in North America); or
5. internet at [www.astvotemyproxy.com](http://www.astvotemyproxy.com),

no later than Friday, May 3, 2019, 10:00 a.m. (Toronto time). The Chair of the Meeting reserves the right to accept late proxies and to waive the cutoff date with or without notice but is under no obligation to accept or reject any late proxy.

**DATED** at Toronto, Ontario, this 22<sup>nd</sup> day of March, 2019.

**By Order of the Board of Directors**

*(signed)* "Liana L. Turrin"

Liana L. Turrin  
General Counsel & Corporate Secretary