

NOTICE OF MEETING

NOTICE IS HEREBY GIVEN that a meeting of Creditors of Railside Capital Inc. holding Eligible Voting Claims will be held at 3rd Floor, Centennial Place, West Tower, 250-5th Street S.W., Calgary, Alberta, at 10:00 a.m. on December 19, 2012 (Calgary time) for the following purposes:

1. to consider, pursuant to an order of the Court of Queen's Bench of Alberta dated November 23, 2012 (the "**Creditors' Meeting Order**"), and if deemed advisable, to approve a plan of compromise and arrangement (the "**CCAA Plan**") under the *Companies' Creditors Arrangement Act* (Canada); and
2. to transact such further and other business as may be properly brought before the Creditors' Meeting or any adjournment thereof.

Pursuant to the Creditors' Meeting Order only Creditors of Railside Capital Inc. who hold Eligible Voting Claims are entitled to vote on the CCAA Plan.

Creditors who are unable to attend the Creditors' Meeting are requested to date, sign and return the accompanying form of proxy in the envelope provided for that purpose. In order to be used at the Creditors' Meeting, a proxy must be delivered to the office of Ernst & Young Inc., 1000, 440 – 2nd Avenue S.W., Calgary, Alberta T2P 5E9, Attention: Jessica Caden, fax (403) 206-5075, email: Jessica.Caden@ca.ey.com, by 5:00 p.m. (Calgary time) at least one (1) business day (excluding Saturdays, Sundays and holidays) prior to the date of the Creditors' Meeting or any adjournment thereof. Proxies may also be delivered to the Monitor at the Creditors' Meeting prior to the commencement of the Creditors' Meeting or any adjournment thereof.

Capitalized terms not defined herein have the meanings ascribed to them in the CCAA Plan of Arrangement.

Dated this 28th day of November, 2012.