



## NOTICE OF ANNUAL MEETING

The annual meeting of shareholders of Cineplex Inc. (the “Corporation”) will be held on May 17, 2017 at the *Cineplex Cinemas Yonge-Dundas and VIP*, 10 Dundas St. East, 4<sup>th</sup> floor, Toronto, Ontario at 10:30am EDT.

### AT THE MEETING YOU WILL BE ASKED TO:

- receive the consolidated financial statement of the Corporation for the year ended December 31, 2016, together with the auditor’s report thereon;
- elect directors of the Corporation to hold office until the close of the next annual meeting;
- to appoint PricewaterhouseCoopers LLP as auditors of the Corporation for the coming year and to authorize the directors to fix the remuneration to be paid to the auditors;
- vote on an advisory resolution on our approach to executive compensation; and
- transact such other business as may properly be brought before the meeting or any continuation of the meeting after any postponement.

The accompanying Management Information Circular provides detailed information relating to the matters to be addressed at the meeting and forms part of this notice.

Shareholders are encouraged to express their vote in advance by utilizing the “notice-and-access” process for distribution of the Meeting materials to Shareholders that came into effect on February 11, 2013, under National Instrument 54-101 - *Communication with Beneficial Owners of Securities of a Reporting Issuer* and National Instrument 51-102 - *Continuous Disclosure Obligations*.

Notice-and-access is a set of rules that allows issuers to post electronic versions of meeting materials, including circulars and annual financial statements, online via SEDAR at [www.sedar.com](http://www.sedar.com) and one other website, rather than mailing paper copies of such meeting materials to shareholders. Electronic copies of the Management Information Circular and the Corporation’s consolidated financial statements and management’s discussion and analysis for the year ended December 31, 2016 may be found on SEDAR at [www.sedar.com](http://www.sedar.com) and also on the Corporation’s investor relations website at <http://ir.cineplex.com/>. Utilizing the notice-and-access process directly benefits the Corporation through a reduction in both postage and printing costs, and also promotes environmental responsibility by decreasing the large volume of paper documents generated by printing proxy-related materials. It also provides Shareholders with faster access to information about the Corporation.

Shareholders may contact the Corporation’s Chief Legal Officer (telephone: (416) 323-7274 or e-mail: [anne.fitzgerald@cineplex.com](mailto:anne.fitzgerald@cineplex.com)) with questions about notice-and-access or to obtain, free of charge, paper copies of the Management Information Circular and the Corporation’s 2016 financial statements.

DATED at Toronto, Ontario this 31<sup>st</sup> day of March, 2017.

By order of the Directors  
“Ellis Jacob”  
President and Chief Executive Officer

Note: If you are a Shareholder and you are not able to be present at the Meeting, please exercise your right to vote by signing and returning the enclosed form of proxy to CST Trust Company so as to arrive not less than 48 hours before the time set for the holding of the Meeting or any reconvened meeting after an adjournment or postponement thereof (excluding Saturdays, Sundays and holidays). The enclosed form of proxy may be returned by facsimile to (416) 368-2502 or toll-free at (866) 781-3111, or by mail: (a) in the enclosed envelope; or (b) in an envelope addressed to Cineplex Inc., c/o Proxy Department, CST Trust Company, P.O. Box 721, Agincourt, Ontario, M1S 0A1. The Directors of the Corporation have fixed the record date for the Meeting as of March 31, 2017 (the “Record Date”). Only Shareholders of record at the close of business on the Record Date will be entitled to notice of the Meeting.