

## Notice of Annual and Special Meeting of Shareholders

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NOTICE IS HEREBY GIVEN that the Annual and Special Meeting of Shareholders of HOME CAPITAL GROUP INC. (the "Corporation") will be held at the Design Exchange, Trading Floor, second floor, 234 Bay Street, Toronto, Ontario, on May 13, 2009, at 11:00 a.m. (Toronto time) for the following purposes:

- I to receive the financial statements of the Corporation for the year ended December 31, 2008 and the auditor's report on the financial statements;
- II to elect the Board of Directors;
- III to appoint the auditor and authorize the directors to fix the remuneration of the auditor;
- IV to consider and, if deemed advisable, adopting a resolution (the full text of which is reproduced as Schedule C to the accompanying Management Information Circular) to confirm the adoption and ratify the Shareholder Rights Plan adopted by the Board of Directors of the Corporation on March 11, 2009; and
- V to transact any other business as may properly come before the meeting.

A form of proxy and a Management Information Circular accompany this notice.

Shareholders who are unable to be present in person at the Annual and Special Meeting are requested to complete and sign the enclosed form of proxy and return it in the envelope provided or mail the proxy form to Computershare Investor Services Inc., Proxy Department, 100 University Avenue, 9<sup>th</sup> Floor, North Tower, Toronto, Ontario, Canada, M5J 2Y1 or, send the proxy form by facsimile to 416-263-9524 or 1-866-249-7775. Proxy forms must be received not later than 5:00 p.m. (Toronto time) on Monday, May 11, 2009.

DATED at Toronto, Ontario, this 20<sup>th</sup> day of March, 2009.



By order of the Board of Directors

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