



**NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS OF
AYDON INCOME PROPERTIES INC.**

NOTICE IS HEREBY GIVEN that an Annual and Special Meeting of Shareholders of Aydon Income Properties Inc. (“**Aydon**”) will be held at 1190 Melville Street, Suite 702, Vancouver, British Columbia on December 29, 2017, at 11:00am (local time), for the following purposes:

1. to receive and consider Aydon’s financial statements for the fiscal year ended December 31, 2016 and the accompanying report of the auditors;
2. to appoint Aydon’s auditors for the ensuing year and to authorize the directors of the Company to fix their remuneration;
3. to elect Aydon’s directors for the ensuing year;
4. to consider and, if deemed appropriate, adopt a resolution approving a reverse take-over of Aydon consisting of the acquisition of 100% of the outstanding securities of Delma Resorts & Hotels GP Inc., Delma Properties Canada LP, Delma Resorts & Hotels LP, Société en commandite Bromont I and 9216-3583 Québec Inc. (the “**Acquisition**”);
5. to consider and, if deemed appropriate, adopt a special resolution approving an amendment to Aydon’s articles of incorporation to change its name to “Delma Group Inc.” upon completion of the Acquisition;
6. to consider and, if deemed appropriate, adopt a special resolution approving the consolidation of Aydon’s common shares;
7. to consider and, if deemed appropriate, adopt a special resolution approving Aydon’s continuance under the *Canada Business Corporations Act*;
8. to transact such other business that may properly come before the meeting.

The enclosed information circular discloses additional information on the matters to be acted upon at the meeting.

Vancouver, British Columbia, November 27, 2017.

BY ORDER OF THE BOARD OF DIRECTORS

(s) “Vid Wadhvani”

Vid Wadhvani
Chairman & Chief Financial Officer

Since it is desirable that as many shares as possible be represented and voted at the Meeting, a shareholder, who is unable to attend the Meeting in person, is urged to complete and return the enclosed form of proxy following the instructions therein.