

The logo for Second Cup Coffee Co. is enclosed in a black rectangular border. The text "SECOND CUP" is on the top line and "COFFEE CO." is on the bottom line, both in a bold, sans-serif font. A small trademark symbol (TM) is located to the right of "COFFEE CO.".

**SECOND CUP
COFFEE CO.™**

NOTICE-AND-ACCESS NOTIFICATION TO SHAREHOLDERS

**FOR THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF
THE SECOND CUP LTD. TO BE HELD ON MAY 12, 2017**

The Second Cup Ltd. (the “**Issuer**,” “**us**” or “**we**”) will be holding our annual general meeting (the “**Meeting**”) of shareholders on Friday, May 12, 2017 at **10:00 a.m.** at TMX Broadcast Centre, 130 King Street West, Toronto, Ontario, Canada (the “**Meeting**”). A notice of meeting and management information circular in respect of the Meeting dated March 30, 2017 (the “**Notice of Meeting and Circular**”) and the annual financial statements for the year ended December 31, 2016, along with the related management discussion & analysis (the “**Financial Statements and MD&A**”) have been posted at www.seconddcup.com and on the Issuer’s profile on www.SEDAR.com.

The Meeting is being held to consider the following matters:

1. receiving the audited financial statements of the Issuer for the year ended December 31, 2016;
2. electing directors who will serve until the end of the next annual shareholder meeting;
3. appointing auditors for the Issuer and authorizing the directors of the Issuer to fix the remuneration of the auditors; and
4. transacting such other business that may properly come before the Meeting or any adjournment thereof.

These matters are set out in detail under the heading “Annual General Meeting Business” and can be found at page [5] of the Notice of Meeting and Circular.

We have included with this Notice a Request for Voting Instructions, which should be completed and returned to us prior to May 10, 2017 in order for your shares to be voted at the Meeting.

Please review the Notice of Meeting and Circular prior to voting.

In lieu of mailing the Notice of Meeting and Circular and our Financial Statements and MD&A, we are using notice-and-access to provide access to an electronic copy of these documents to registered holders and beneficial owners of the Issuer’s common shares by posting them on the websites noted above. Registered holders and beneficial owners who have previously provided standing instructions will receive a paper copy of these documents.

If you wish to obtain a paper copy of these documents or for more information on notice-and-access, you may call us toll free at 1-877-212-1818. You must call us to request a paper copy by 4:00 p.m. (Toronto time) on April 28, 2017 in order to receive and review the meeting materials and return the completed form of proxy by the due date of May 10, 2017 as set out in the accompanying proxy or voting instruction form.