

**NOTICE OF SPECIAL MEETING OF UNITHOLDERS**  
**of**  
**SKYLON GROWTH & INCOME TRUST**  
**(the “Trust”)**

**NOTICE IS HEREBY GIVEN** that a special meeting (the “Meeting”) of the holders (“Unitholders”) of units (“Units”) of the Trust will be held on Tuesday, March 31, 2009 commencing at 10:00 a.m. (Toronto time) at the offices of CI Investments Inc., 2 Queen Street East, Twentieth Floor, Toronto, Ontario M5C 3G7 for the purposes set out below:

1. to consider and, if thought advisable, to adopt, with or without variation, an extraordinary resolution (the “Presentation Resolution”) in the form attached as Appendix “A” to the accompanying management information circular (the “Circular”) authorizing and approving an amendment to the declaration of trust (“Declaration of Trust”) governing the Trust to permit the trustee (the “Trustee”) of the Trust to present to Unitholders a proposed alternative to dissolving the Trust on June 30, 2009;
2. to consider and, if thought advisable, to adopt, with or without variation, an extraordinary resolution (the “Proposal Resolution”) in the form attached as Appendix “B” to the Circular authorizing and approving amendments to the Declaration of Trust to (a) extend the Termination Date of the Trust to June 30, 2019, (b) add an annual right of Unitholders to redeem their Units at the net asset value thereof, and (c) permit the Trustee, at any time after June 30, 2009, to terminate the Trust if the net asset value of the Trust falls to a level that the Trustee believes is not beneficial to Unitholders; and
3. to transact such other business as may properly come before the Meeting or any adjournment(s) or postponement(s) thereof.

**If the Presentation Resolution is not approved, approval of the Proposal Resolution will not be sought and all votes for or against the Proposal Resolution will be disregarded.**

This Notice is accompanied by a form of proxy and the Circular which provides particulars of the matters set out in this Notice.

The independent review committee of the Trust has reviewed the proposed resolutions and concluded that they achieve a fair and reasonable result for the Trust.

**DATED** at Toronto, Ontario the 28th day of February, 2009.

**BY ORDER OF THE BOARD OF DIRECTORS OF THE TRUSTEE**

*“David R. McBain”*  
Senior Vice-President  
CI Investments Inc.

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