

NOTICE OF ANNUAL MEETING OF UNITHOLDERS

NOTICE IS HEREBY GIVEN that the annual meeting (the **“Meeting”**) of holders of trust units and special voting units (collectively, the **“Unitholders”**) of Chartwell Retirement Residences (**“Chartwell”**) will be held at **Chartwell’s head office at 7070 Derrycrest Drive, Mississauga, Ontario L5W 0G5, at 8:00 a.m. (Eastern Time) on Thursday, May 14, 2020**, for the following purposes:

- 1) to receive the financial statements of Chartwell for the fiscal period ended December 31, 2019 and the report of the auditors thereon;
- 2) to elect trustees of Chartwell (the **“Chartwell Trustees”**); to direct the Chartwell Trustees to cause the election of certain nominees as trustees of CSH Trust; and to direct the Chartwell Trustees to cause the election of certain nominees as directors of Chartwell Master Care Corporation;
- 3) to reappoint the auditors of Chartwell and to authorize the Chartwell Trustees to fix the remuneration of the auditors;
- 4) to consider and, if thought advisable, to pass a resolution (substantially in the form set forth in Appendix “A” to the accompanying information circular (the **“Circular”**)) ratifying an amendment to Chartwell’s deferred unit plan, as more particularly described in the accompanying Circular;
- 5) to consider and, if thought advisable, to pass a resolution (substantially in the form set forth in Appendix “B” to the accompanying Circular) ratifying certain amendments and authorizing certain other amendments to Chartwell’s fourteenth amended and restated declaration of trust dated May 4, 2017, all as more particularly described in the accompanying Circular;
- 6) to consider and, if thought advisable, to pass an advisory resolution on Chartwell’s approach to executive compensation; and
- 7) to transact any such other business as may properly come before the Meeting or any adjournment or postponement thereof.

Chartwell uses “notice and access” delivery to furnish proxy materials to registered and beneficial holders of trust units of Chartwell and holders of special voting units of Chartwell over the internet. This delivery process expedites Unitholders’ receipt of proxy materials and reduces the costs and environmental impact of the Meeting. On or around April 7, 2020, we will arrange to send to our Unitholders as of the Record Date a Notice and Access Notification (the **“Notification”**) containing instructions on how to access our proxy materials for the Meeting. The Notification will provide instructions on how to vote online and will include instructions on how to receive a paper copy of the proxy materials by mail.

This notice is accompanied by the Circular and form of proxy, which Circular provides additional information relating to the matters to be dealt with at the Meeting and forms part of this notice.

Chartwell acknowledges and continues to follow the restrictions regarding large gatherings that are currently in place due to the Coronavirus (COVID-19) pandemic and is holding the Meeting in person, rather than as a virtual online meeting, only because the Declaration of Trust does not currently permit meetings of Unitholders to be held electronically. Amendments to the Declaration of Trust are being proposed at the Meeting to permit future meetings of Unitholders to be held electronically. See “Matters to be acted upon at the Meeting – Amendments to the Declaration of Trust – Proposed Amendments” in the Circular.

A Unitholder may attend the Meeting in person or may be represented at the Meeting by proxy. **However, on March 28, 2020, to reduce the spread of Coronavirus (COVID-19), the Ontario government issued an emergency order prohibiting organized public events and social gatherings of more than five people (the “Order”). If this Order or another law or order limiting the number of attendees at the Meeting is in place on the date of the Meeting, Chartwell intends to proceed with the Meeting so long as quorum is satisfied, but attendance in person will be limited to the maximum permitted by law, inclusive of at least one of the management proxyholders named in the enclosed form of proxy or a substitute proxyholder, one management proxyholder other than the ones named in the enclosed form of proxy, the authorized meeting chair and the scrutineer for the Meeting. Even if the Order has been lifted at the time of the Meeting, there may be continuing public health recommendations in place to reduce the spread of Coronavirus (COVID-19). Accordingly, we strongly encourage Unitholders to vote by completing and submitting the enclosed form of proxy, rather than attending in person.** By doing so, a Unitholder's trust units or special voting units will be represented at the Meeting and its wishes on matters for decision at the Meeting will be made known to the Chartwell Trustees and management of Chartwell. Proxies to be used at the Meeting must be received by Chartwell's transfer agent, Computershare Trust Company of Canada, Proxy Department, 8th Floor, 100 University Avenue, Toronto, Ontario M5J 2Y1 or by facsimile at 416 263 9524 (within the Toronto area) or toll-free at 1 866 249 7775 (outside the Toronto area), no later than 8:00 a.m. (Eastern Time) on May 13, 2020 and, if the Meeting is postponed or adjourned, no later than 24 hours prior to the commencement of any postponement or adjournment thereof.

Only registered Unitholders or proxyholders for registered Unitholders will be permitted to attend the Meeting.

In the interest of protecting the health and safety of Chartwell's Unitholders and employees and the communities in which they live, Chartwell intends to adopt screening or other measures for identifying Coronavirus (COVID-19) symptoms or risk factors as may be recommended or required by applicable health authorities at the Meeting and reserves the right to refuse admission to a Unitholder or proxyholder seeking to attend the Meeting but who Chartwell believes may pose a health risk to attendees at the Meeting or whose admission would violate applicable public health laws, policies or orders in place at the time of the Meeting. In addition, attendees will be required to practice social distancing. No food or drinks will be served at the Meeting.

In order to permit Unitholders and proxyholders to listen to the Meeting in real time, without having to attend in person, a conference call of the Meeting will be available and will also be able to be heard over the internet through Chartwell's website at www.chartwell.com. The dial-in details will be posted on Chartwell's website at least five days prior to the Meeting. A recording of the conference call will be available after the Meeting on Chartwell's website. Unitholders who call in will not be able to vote through the conference call or otherwise participate in the Meeting; however, there will be a question and answer session following the termination of the formal business of the Meeting during which Unitholders attending the conference call can ask questions.

DATED the 30th day of March, 2020.

BY ORDER OF THE TRUSTEES OF CHARTWELL RETIREMENT RESIDENCES

(signed) “MICHAEL D. HARRIS”

Chair