



NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual and special meeting (the “**Meeting**”) of shareholders (the “**Shareholders**”) of Centiva Capital Inc. (the “**Corporation**”) will be held at the offices of Norton Rose OR LLP, Suite 3800, Royal Bank Plaza, South Tower, 200 Bay Street, Toronto, Ontario, M5J 2Z4, at 10:00 a.m. (Toronto time) on September 23, 2011 for the following purposes:

1. to consider, pursuant to an interim order of the Superior Court of Justice (Ontario) dated August 23, 2011, as the same may be amended (the “**Interim Order**”), and, if deemed advisable, to pass a special resolution (the “**Arrangement Resolution**”) to be approved by a majority of the minority Shareholders of the Corporation substantially in the form attached as Appendix “A” to the information circular and proxy statement dated August 29, 2011 (the “**Circular**”) accompanying this Notice of Meeting, authorizing, among other things (all as more particularly described in the Circular):
 - a) an arrangement (the “**Arrangement**”) under Section 192 of the *Canada Business Corporations Act* between the Corporation and Aylen Capital Inc. (“**Aylen**”);
 - b) the transfer of all of the Corporation’s assets to Aylen, a wholly-owned subsidiary of the Corporation in exchange for: (i) common shares of Aylen; (ii) the assumption of all of the Corporation’s liabilities by Aylen; and (iii) a secured promissory note in the amount of \$0.05/common share of the Corporation immediately prior to the Arrangement;
 - c) the reduction of the stated capital of the Corporation’s common shares (the “**Common Shares**”) by an amount equal to the fair market value of the Corporation’s assets less its liabilities on the date such assets and liabilities are transferred to Aylen;
 - d) the distribution to the Shareholders of all the common shares of Aylen as a payment on the reduction of stated capital, on a one share for one share basis; and
 - e) to change the name of the Corporation to “Spackman Equities Group”;
2. to consider, and, if deemed appropriate, approve an ordinary resolution (the “**Stock Option Resolution**”) approving amendments to the Corporation’s stock option plan;
3. to receive and consider the consolidated financial statements of the Corporation for the fiscal period ended December 31, 2010 and the auditors’ report thereon;
4. to elect directors;
5. to appoint auditors and authorize the directors to fix their remuneration; and
6. to transact such other business as may properly be brought before the Meeting or any adjournment thereof.

The accompanying Circular provides information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made part of, this Notice of Meeting.

The full text of the Arrangement Resolution appears as Appendix “A”; the full text of the Plan of Arrangement implementing the Arrangement and the Interim Order appears as Exhibit “II” and Exhibit “III”, respectively; and the

full text of the Stock Option Resolution appears as Appendix "B" to the accompanying Circular. Shareholders have a right to dissent from the Arrangement Resolution and to be paid the fair value of all their Common Shares if the Arrangement is completed. Please see the accompanying Circular for more information.

The Board of Directors has fixed the close of business on August 22, 2011 as the record date for the determination of Shareholders entitled to notice of the Meeting or any adjournment(s) or postponement(s) thereof, and to vote at the Meeting. In accordance with the provisions of the CBCA, the Corporation will prepare a list of the holders of Common Shares of record at the close of business on August 22, 2011. Each holder of such Common Shares named on the list will be entitled to receive notice of the Meeting or any adjournment(s) thereof, and to vote its Common Shares (shown opposite its name on the list) at the Meeting.

Any Shareholder who is unable to attend the Meeting in person is requested to sign and date the enclosed form of proxy and return such form of proxy in the envelope provided for that purpose for use at the Meeting.

DATED at Toronto, Ontario, this 29th day of August, 2011.

BY ORDER OF THE BOARD OF DIRECTORS

"John D. Pennal"

John D. Pennal
President