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NEWS RELEASE

**Exchange Income Corporation Announces Closing of
\$80.5 Million Debenture Offering Including the Full Exercise of Over-
Allotment Option**

WINNIPEG, Manitoba – June 26, 2018 – Exchange Income Corporation (TSX: EIF) (the “Corporation”) announced today that it has closed its previously announced bought deal offering (the “Offering”) of 7 Year 5.35% Convertible Unsecured Subordinated Debentures due June 30, 2025 (the “Debentures”). At the closing of the Offering, the Corporation issued \$80,500,000 principal amount of Debentures to the underwriters of the Offering, which includes the exercise of the full \$10,500,000 over-allotment option granted to the underwriters.

Tamara Schock, Chief Financial Officer of the Corporation, stated that “We are very pleased with the demand for this Offering. It marks the third securities offering, common shares or convertible debentures, in the last 18 months where market demand has exceeded the offering and resulted in the underwriters exercising the over-allotment option or the offering being upsized. The proceeds of the Offering will be used primarily to redeem the series EIF.DB.F debentures maturing on March 31, 2020. We will have no further maturities of any convertible debentures or syndicated bank financing until 2021 and will have the necessary available capital to fund our growing operations for the foreseeable future.”

The Offering was co-led by National Bank Financial Inc., Laurentian Bank Securities Inc. and CIBC Capital Markets and included Cormark Securities Inc., Raymond James Ltd., RBC Capital Markets, Scotiabank, TD Securities Inc., BMO Capital Markets, Canaccord Genuity Corp., AltaCorp Capital Inc., Macquarie Capital Markets Canada Ltd. and Wellington-Altus Private Wealth Inc.

The Corporation intends to use the net proceeds of the Offering to fund the redemption of its outstanding 7 year 5.35% convertible senior unsecured debentures maturing on March 31, 2020 (the “March 2020 Debentures”) and to repay indebtedness under the credit facility of the Corporation. The Corporation issued a notice of redemption to the holders of the March 2020 Debentures on June 13, 2018 to redeem all issued and outstanding March 2020 Debentures on July 17, 2018 (the “Redemption Date”) at a redemption price equal to their principal amount, plus accrued and unpaid interest thereon up to, but excluding, the Redemption Date. Holders of the March 2020 Debentures have the option to convert such debentures into common shares of the Corporation prior to the Redemption Date. The redemption of the March 2020 Debentures will take place on July 17, 2018.

The Debentures are listed for trading on the Toronto Stock Exchange under the symbol “EIF.DB.J”.

About Exchange Income Corporation

Exchange Income Corporation is a diversified acquisition-oriented company, focused in two sectors: aerospace & aviation services and equipment, and manufacturing. The Corporation uses a disciplined acquisition strategy to identify already profitable, well-established companies that have strong management teams, generate steady cash flow, operate in niche markets and have opportunities for organic growth.

The Corporation currently operates two segments: Aerospace & Aviation and Manufacturing. The Aerospace & Aviation segment consists of the operations by Perimeter Aviation, Keewatin Air, Calm Air International, Bearskin Lake Air Service (operating as a division of Perimeter Aviation), Custom Helicopters, Regional One, Provincial Aerospace and Moncton Flight College, and an investment in Wasaya Group. The Manufacturing segment consists of the operations of Overlanders Manufacturing, Water Blast, Stainless Fabrication, WestTower Communications, Ben Machine and Quest Window Systems. For more information on the Corporation, please visit www.ExchangeIncomeCorp.ca. Additional information relating to the Corporation, including all public filings, is available on SEDAR (www.sedar.com).

Caution concerning forward-looking statements

The statements contained in this news release that are forward-looking are based on current expectations and are subject to a number of uncertainties and risks, and actual results may differ materially. These uncertainties and risks include, but are not limited to, the dependence of the Corporation on the operations and assets currently owned by it, the degree to which its subsidiaries are leveraged, the fact that cash distributions are not guaranteed and will fluctuate with the Corporation's financial performance, dilution, restrictions on potential future growth, the risk of shareholder liability, competitive pressures (including price competition), changes in market activity, the cyclical nature of the industries, seasonality of the businesses, poor weather conditions, and foreign currency fluctuations, legal proceedings, commodity prices and raw material exposure, dependence on key personnel, and environmental, health and safety and other regulatory requirements. Further information about these and other risks and uncertainties can be found in the disclosure documents filed by the Corporation with the securities regulatory authorities, available at www.sedar.com.

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