

DYE & DURHAM LIMITED
NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS
to be held on December 19, 2022

NOTICE IS HEREBY GIVEN that the annual general meeting of shareholders (the “**Meeting**”) of Dye & Durham Limited (the “**Company**”) will be held at 333 Bay Street, Suite 3400, Toronto, Ontario on Monday, December 19, 2022 at 9:00 a.m. (Toronto time) for the following purposes:

1. to receive and consider the financial statements for the fiscal year ended June 30, 2022 and the auditor’s report thereon;
2. to elect the directors of the Company;
3. to appoint an auditor and authorize the directors to fix the auditor’s remuneration; and
4. to transact such other business as may properly come before the Meeting or any adjournment thereof.

For those shareholders who are unable to attend the Meeting in person, in light of the ongoing COVID-19 pandemic, the Company will make an audio-only telephone conference available for shareholders to listen to the Meeting. No voting will occur on the audio conference. To join the audio-only telephone conference, please dial 416-764-8659 (from Toronto) or 1-888-664-6392 (toll-free) and quote the following reference number: 39024606.

A more detailed description of the business to be submitted to the Meeting is contained in the accompanying Management Information Circular (the “**Circular**”). Holders of common shares registered on the books of the Company at the close of business on November 9, 2022 are entitled to notice of, and to vote at, the Meeting.

In connection with the Meeting, the Company will use “notice and access” delivery to furnish to shareholders a notice and access notification (the “**N&A Notice**”) containing instructions on how to access proxy-related materials, including the Circular and the Company’s financial statements and the auditor’s report thereon and management’s discussion and analysis for the fiscal year ended June 30, 2022 (together with the Circular, the “**Meeting Materials**”). Under notice-and-access, the Company is permitted, as an alternative to sending paper copies of the Meeting Materials to shareholders, to provide to shareholders as of the record date, the N&A Notice containing, among other things, information regarding how to access the Meeting Materials online as well as how to obtain paper copies of the Meeting Materials free of charge. The Company anticipates that notice-and-access will directly benefit the Company through a reduction in mailing costs and will promote environmental responsibility by decreasing the large volume of documents generated by printing proxy-related materials. A form of proxy (if you are a registered shareholder) or a voting instruction form (if you are a non-registered shareholder) is included with the N&A Notice package along with instructions on how to vote.

Any shareholder who is unable to attend the Meeting in person is requested to complete, sign and date the form of proxy mailed to such shareholder in the N&A Notice package and return the proxy in the envelope provided for that purpose. A registered shareholder may submit his or her proxy in person, or by mail or courier, by completing, dating and signing the enclosed form of proxy and returning it to Computershare Investor Services Inc. (“**Computershare**”) at 100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2Y1. To be valid, proxies must be deposited with Computershare by no later than 9:00 a.m. (Toronto time) on December 15, 2022 (or at least 48 hours, excluding Saturdays, Sundays and holidays, prior to any reconvened meeting in the event of an adjournment of the Meeting).

Non-registered beneficial shareholders, whose shares are registered in the name of a broker, securities dealer, bank, trust company or similar entity (an “**Intermediary**”) should carefully follow the voting instructions provided by their Intermediary.

DATED at Toronto this 10th day of November, 2022.

By Order of the Board of Directors

(signed) “Brian L. Derksen”

Brian L. Derksen
Chair of the Board of Directors