

DYE & DURHAM LIMITED
NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS
to be held on December 17, 2024

NOTICE IS HEREBY GIVEN that the annual general and special meeting of shareholders (including any adjournment(s) or postponement(s) thereof, the “**Meeting**”) of Dye & Durham Limited (“**Dye & Durham**” or the “**Company**”) will be held in a virtual-only format via live webcast. Registered shareholders and duly appointed proxyholders can attend the Meeting online at <https://meetnow.global/MUYSLNV> where they can participate, vote, or submit questions during the Meeting’s live webcast. The Meeting will be held on December 17, 2024 at 10:30 a.m. (Toronto time) for the following purposes:

1. to receive and consider the Company’s financial statements for the fiscal year ended June 30, 2024 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;
4. to consider and, if deemed advisable, approve an ordinary resolution, the full text of which is set out in the accompanying management information circular (the “**Circular**”), ratifying the grant of stock options to certain employees of the Company;
5. to consider and, if deemed advisable, approve an advisory resolution on the Company’s approach to executive compensation; and
6. to transact such other business as may properly come before the Meeting or any adjournment thereof.

Shareholders are cordially invited to attend the virtual Meeting. Dye & Durham is soliciting the enclosed GOLD form of proxy (the “**GOLD Proxy**”), for registered shareholders, or the GOLD voting instruction form (the “**GOLD VIF**”), for non-registered shareholders. The GOLD Proxy and GOLD VIF are each a “universal” proxy containing, among other things, all nominees for election as a director, so there is no need to use any other proxy regardless of how you propose to vote. The accompanying Circular provides additional information relating to the matters to be dealt with at the Meeting.

Dye & Durham’s board of directors (the “**Board**”) has fixed November 7, 2024 as the record date (the “**Record Date**”) for determining shareholders entitled to receive notice of and to vote at the Meeting and any postponement or adjournment of the Meeting. Only the holdgrounders of Dye & Durham common shares as at the close of business on the Record Date will be entitled to have their votes counted at the Meeting.

Your vote is important.

Please complete, sign, date and return the GOLD Proxy or GOLD VIF, as applicable, whether or not you plan to virtually attend the Meeting. Sending your proxy will not prevent you from voting at the Meeting. A completed GOLD Proxy must be returned to the Company or the Company’s agents:

- (a) by hand delivery or mail in the enclosed return envelope to the Company’s transfer agent, Computershare Investor Services Inc., at its office at 100 University Avenue, 8th Floor, Toronto, Ontario M5J 2Y1, Attention: Proxy Department;
- (b) by facsimile to Computershare Investor Services Inc., Attention: Proxy Department at 1-866-249-7775 (from within North America) or at 416-263-9524 (from outside North America); or
- (c) by registering your vote by Internet at www.investorvote.com, as instructed in the enclosed form of proxy.

To be effective, proxies must be received prior to 10:30 a.m. (Toronto time) on December 13, 2024, or, if the Meeting is postponed or adjourned, by no later than 48 hours (excluding Saturdays, Sundays and holidays) prior to such reconvened Meeting. The Company or the Chair of the Meeting may waive or extend the proxy cut-off without notice.

Non-registered shareholders of the Company who have received this Notice of Meeting and accompanying materials through an intermediary are required to complete and return the materials in accordance with the instructions provided by such intermediary. An intermediary includes a broker, a financial institution, a participant, a trustee or administrator of a self-administered retirement savings plan, retirement income fund, education savings plan or other similar self-administered savings or investment plan registered under the *Income Tax Act* (Canada), or a nominee of any of the foregoing that holds Dye & Durham common shares on behalf of such non-registered shareholder.

Proxies will be counted and tabulated by Computershare Investor Services Inc. in such a manner as to protect the confidentiality of how a particular shareholder votes except where they contain comments clearly intended for management, in the case of a proxy contest, or where it is necessary to determine the proxy's validity or to permit management and the Board to discharge their legal obligations to Dye & Durham or its shareholders. If you have any questions or need assistance completing your form of proxy or voting instruction form, please call Carson Proxy Advisors, at 1-800-530-5189, local phone or text at 416-751-2066 or by email at info@carsonproxy.com.

Toronto, Ontario, November 19, 2024.

By Order of the Board of Directors

(signed) "Colleen Moorehead"

Colleen Moorehead
Chair of the Board of Directors