



## **Notice of Availability of Proxy Materials for the Annual General Meeting of Shareholders of StateHouse Holdings Inc.**

**Meeting Date and Time: September 21, 2023 at 10:00 am (Toronto time)**

**Location (Virtual): <https://web.lumiagm.com/216562048>**

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### **Notice-and-Access**

StateHouse Holdings Inc. (the “Corporation”) has elected to rely on notice-and-access rules adopted by Canadian securities regulators, which provides the option to post meeting related materials on a website in addition to SEDAR instead of traditional physical delivery methods. Under notice-and-access, the proxy materials for the above noted shareholder meeting will be available for viewing and downloading online for up to one year from the date of posting and a paper copy of the material can be requested at any time during this period. This document provides an overview of these materials, but you are reminded to access and review the information circular and other proxy materials available online prior to voting. These materials are available electronically at:

**<https://odysseytrust.com/client/statehouse-holdings-inc/>**

**OR**

**[www.sedar.com](http://www.sedar.com)**

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### **Obtaining Paper Copies of the Proxy Materials**

Shareholders may request to receive paper copies of the proxy materials related to the above referenced meeting by mail at no cost. If you wish to receive a paper copy of the proxy materials or have questions about notice-and-access please call:

**Toll free within North America: 1-888-290-1175**

**Direct from outside of North America: 1-587-885-0960**

In order to receive a paper copy in advance of the meeting, your request must be received by September 12, 2023. Requests for paper copies may also be made after the meeting date.

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## **Notice of Meeting**

The meeting will be held in a virtual meeting format for the following purposes:

1. to receive the audited financial statements of the Corporation for the years ended December 31, 2022 and 2021, together with the auditors' reports thereon (the "Annual Financial Statements");
2. to elect the directors of the Corporation for the ensuing year;
3. to re-appoint Armanino LLP, Chartered Professional Accountants, as auditor of the Corporation for the ensuing year and to authorize the directors of the Corporation to fix their remuneration; and
4. to transact such other business as may properly be brought before the meeting or any adjournment or adjournments thereof.

## **Voting**

To vote your securities, please refer to the instructions on the enclosed Proxy or Voting Instruction Form. Your Proxy or Voting Instruction Form must be received by September 19, 2023 at 10:00 am (Toronto time) or if the meeting is adjourned, not less than 48 hours (excluding Saturdays, Sundays and holidays) before the time set for any reconvened meeting at which the proxy is to be used. You should review the Corporation's management information circular before voting.

## **Stratification**

The Corporation is not using "stratification" and is sending this notice of its intention to employ notice-and-access to ALL shareholders, registered and beneficial shareholders.

## **Annual Financial Statements**

The Corporation is providing paper copies or emailing electronic copies of its Annual Financial Statements and related management's discussion and analysis to registered shareholders and beneficial shareholders that have opted to receive Annual Financial Statements and have indicated a preference for either delivery method.