

NOTICE OF ANNUAL MEETING OF SHAREHOLDERS
217 Queen Street West, Suite 401
Toronto, Ontario, M5V 0R2

NOTICE IS HEREBY GIVEN that the annual meeting (the “**Meeting**”) of shareholders of Copland Road Capital Corporation (the “**Corporation**” or “**Copland Road**”) will be held on November 28, 2023 at 10:00 a.m. (Eastern time), at 217 Queen Street West, Suite 401, Toronto, Ontario, M5V 0R2, for the following purposes:

1. to receive the audited consolidated financial statements of the Corporation for years ended December 31, 2022 and December 31, 2021 together with the report of the auditors thereon;
2. to fix the number of directors at four and to thereafter elect the directors of the Corporation for the ensuing year;
3. to appoint McGovern Hurley LLP as auditors of the Corporation to hold office until the next annual meeting of shareholders at a remuneration to be fixed by the board of directors; and
4. to transact such other business as may properly come before the Meeting or any adjournments or postponements thereof.

This notice is accompanied by a management information circular, form of proxy and the annual financial statements of the Company for the year ended December 31, 2022 together with the report of the auditors thereon.

The board of directors of Copland Road has by resolution fixed the close of business on October 24, 2023 as the record date, being the date for the determination of the registered holders of common shares of Copland Road entitled to receive notice of, and to vote at, the Meeting and any adjournment thereof.

Registered shareholders who are unable to attend the Meeting are requested to complete, date, sign and return the enclosed form of proxy so that as large a representation as possible may be had at the Meeting. A shareholder wishing to be represented by proxy at the Meeting or any adjournment thereof must deposit his, her or its duly executed form of proxy with the Corporation’s transfer agent and registrar, Odyssey Trust Corporation Inc. (“**Odyssey**”), at 350-409 Granville St, Vancouver British Columbia, V6C 1T2 not later than 10:00 a.m. (Eastern time) on November 24, 2023 or, if the Meeting is adjourned, not later than 48 hours, excluding Saturdays, Sundays and holidays, preceding the time of such adjourned Meeting.

Shareholders who are unable to attend the Meeting in person, are requested to date, complete, sign and return the enclosed form of proxy so that as large a representation as possible may be had at the Meeting. The accompanying management information circular and form of proxy provides additional detailed information relating to the matters to be dealt with at the Meeting and is supplemental to, and expressly made a part of, this notice of annual meeting. The enclosed form of proxy is solicited by management of Copland Road.

As a shareholder of the Corporation, it is very important that you read the management information circular of the Corporation dated October 30, 2023 and other Meeting materials carefully. They contain important information with respect to voting your securities and attending and participating at the Meeting.

Additional information about Copland Road and its consolidated financial statements are also available on Copland Road’s profile at www.sedarplus.ca.

DATED at Vancouver, British Columbia, this 30th day of October, 2023.

BY ORDER OF THE BOARD

“Bruce Langstaff”

Bruce Langstaff
Executive Chairman