



EMERGIA INC.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual and special meeting (the “**Meeting**”) of the holders of common shares of EMERGIA Inc. (“**EMERGIA**” or the “**Corporation**”) will be held on June 23, 2022 at 10:00 a.m. (Montreal Time) remotely via teleconference meeting, to consider and take action on the following purposes:

1. to receive the financial statements of the Corporation for the year ended December 31, 2021, and the auditors’ report thereon (see page 14 of the management proxy circular dated May 18, 2022 (the “**Circular**”));
2. to elect the seven (7) directors named in the Circular who will serve until the next annual meeting of shareholders or until their successors are elected or appointed (see page 14 of the Circular);
3. to re-appoint Raymond Chabot Grant Thornton LLP, Chartered Accountants as auditors for the ensuing year and to authorize the directors to fix their remuneration (see page 24 of the Circular);
4. to approve, by ordinary resolution of the shareholders of the Corporation, the Omnibus Equity Incentive Plan, the full text of which is set forth in Schedule C to the Circular (see page 24 of the Circular); and
5. to transact such further and other business as may properly be brought before the Meeting or any adjournment or adjournments thereof.

To mitigate risks to the health and safety of our communities, shareholders, employees and other stakeholders, we will hold the meeting remotely via virtual meeting only in accordance with the instructions provided below. We encourage shareholders to vote in advance of the Meeting and utilize the teleconference meeting to attend to the Meeting.

The shareholders will be able to attend the Meeting remotely via the virtual meeting, at 10:00 a.m. (Eastern Time) on June 23, 2022, by following the instructions below. Please note that shareholders will not be able to vote or speak at the Meeting via the teleconference meeting. However, registered shareholders and validly appointed proxyholders will be entitled to submit questions electronically to the Corporation in advance of and during the Meeting at meeting@emergia.com, which questions will, subject to certain verifications by the Corporation, be addressed at the Meeting.

For teleconference access, please refer to the following link and dial-in instructions:

Link: <https://us06web.zoom.us/j/86354235177?pwd=MU8zRm1wN2tGOENBYWNqbjVZYnJHQT09>

Meeting ID: 863 5423 5177

Password : 651690

<p>One tap mobile</p> <p>+12042727920,,86354235177#,,,,*651690# Canada +14388097799,,86354235177#,,,,*651690# Canada</p>	<p>Dial by your location</p> <p>+1 204 272 7920 Canada +1 438 809 7799 Canada +1 587 328 1099 Canada +1 647 374 4685 Canada +1 647 558 0588 Canada +1 778 907 2071 Canada +1 780 666 0144 Canada +1 346 248 7799 USA (Houston) +1 669 900 6833 USA (San Jose) +1 929 205 6099 USA (New York) +1 253 215 8782 USA (Tacoma) +1 301 715 8592 USA (Washington DC) +1 312 626 6799 USA (Chicago)</p> <p>Meeting ID : 863 5423 5177 Password : 651690</p> <p>Find your local number : https://us06web.zoom.us/j/ksfi0a6x0</p>
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In the current context, the Corporation believes that the Meeting format described above provides a sound and practical approach whereby shareholders will have the ability to attend the Meeting remotely and ask questions to management, while minimizing the health and safety risks to the Corporation’s directors, officers and stakeholders.

As a shareholder of the Corporation, it is very important that you read the Circular carefully. The Circular, which may be accessed on the Corporation's website at www.emergia.com and under its profiles on SEDAR at www.sedar.com, contains important information with respect to voting your shares and the matters to be dealt with at the Meeting. Also enclosed is a form of proxy for the Meeting.

The Corporation’s board of directors has fixed the close of business on May 13, 2022 as the record date for determining shareholders entitled to receive notice of, and to vote at, the Meeting, or any postponement or adjournment thereof. No person who becomes a shareholder of record after that time will be entitled to vote at the Meeting or any postponement or adjournment thereof.

As a shareholder of the Corporation, it is very important that you vote your shares. A shareholder who wishes to appoint some other person (who need not be a shareholder) to represent him or her at the Meeting may do so by inserting such person’s name in the blank space provided in the enclosed form of proxy or by completing another proper form of proxy, and, in either case, by returning the completed form of proxy to TSX Trust Company by mail or delivery to 100 Adelaide West, Suite 301, Toronto, M5H 4H1, by fax at 416-595-9593 or by Internet at <http://www.voteproxyonline.com>, no later than 10:00 a.m. (Eastern time) on June 21, 2022, or if the Meeting is postponed or adjourned, by no later than 48 hours prior to the time of such postponed or adjourned meeting (excluding Saturdays, Sundays and holidays). Non-registered shareholders should carefully follow the instructions of their intermediaries to ensure that their Shares are voted at the Meeting.

Shareholders are invited to attend the Meeting remotely via the teleconference meeting tool identified in this Notice and described in the Circular, at 10:00 a.m. (Eastern Time) on June 23, 2022, by following the instructions above.

Dated at Montreal, Quebec, on May 18, 2022.

BY ORDER OF THE BOARD OF DIRECTORS OF EMERGIA INC.

(s) Henri Petit
Chairman of the Board of Directors