



2150 Cyrille-Duquet Street, Suite 100  
Quebec City, Quebec  
G1N 2G3

### NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the annual general meeting (the "**Meeting**") of NuRAN Wireless Inc. (the "**Company**") will be held at the offices of 2150 Cyrille-Duquet Street, Suite 100, Quebec City, Quebec, on Thursday, May 30, 2024 at the hour of 2:00 p.m. (Eastern Standard Time) for the following purposes:

1. to receive the audited financial statements of the Company for the financial years ended December 31, 2021 and December 31, 2022, together with the auditor's report thereon;
2. to set the number of directors of the Company for the ensuing year at six (6);
3. to elect the following persons as directors of the Company for the ensuing year: Francis Letourneau, Jim Bailey, Vitor Fonseca, Brendan Purdy, Binyomin Posen, and Navindran Naidoo;
4. to appoint Jeremy Levi, CPA as the auditors of the Company for the ensuing fiscal year ending December 31, 2023, at a remuneration to be fixed by the board of directors of the Company (the "**Board**");
5. to consider and, if thought advisable, to pass, with or without amendment, an ordinary resolution to approve the Company's stock option plan, as more particularly described in the Information Circular;
6. to consider and if thought appropriate, to pass an ordinary resolution to approve the Company's restricted share unit plan, as more particularly described in the Information Circular;
7. to transact such further or other business as may properly come before the Meeting and any adjournment or postponement thereof.

The accompanying information circular (the "**Information Circular**") provides additional 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 Meeting. The specific details of the matters proposed to be put before the Meeting are set forth under the heading "*Business of the Meeting*".

The notice of meeting ("**Notice**") and Information Circular dated May 1<sup>st</sup>, 2024 in respect of the Meeting, and the annual financial statements for the years ended December 31, 2021 and December 31, 2022 along with the related management discussion and analysis (collectively, the "**Meeting Materials**") have been posted and are available for review on our website [www.nuranwireless.com](http://www.nuranwireless.com) and filed on SEDAR on [www.sedar.com](http://www.sedar.com).

#### IMPACT OF COVID-19

This year, to proactively deal with the unprecedented public health impact of the ongoing novel coronavirus disease outbreak ("**COVID-19**"), to mitigate risks to the health and safety of our communities, shareholders, employees and other stakeholders, and in order to comply with the measures imposed by federal, provincial and municipal governments, even though shareholders have the option to attend the Meeting in person, **we strongly discourage in-person attendance. All Shareholders of the Company are strongly encouraged to cast their vote by submitting their completed form of proxy (or voting instruction form) prior to the Meeting by one of the means described in the Information Circular accompanying this Notice.**

The Board has fixed April 25, 2024, as the record date for the determination of shareholders entitled to receive notice of and to vote at the Meeting and at any adjournment or postponement thereof. Each registered shareholder at the close of business on that date is entitled to receive such notice and to vote at the Meeting in the circumstances set out in the accompanying Information Circular.

If you are a registered shareholder of the Company as at the record date of April 25, 2024, we encourage you to complete, date and sign the accompanying form of proxy and deposit it with the Company's transfer agent, Capital Transfer Agency ULC, 390 Bay Street, Suite 920, Toronto, Ontario M5H 2Y2 or Telephone 1.844.499.4482, at least 48 hours (excluding Saturdays, Sundays and holidays recognized in city of Toronto) before the time and date of the Meeting or any adjournment or postponement thereof. Shareholders are encouraged to return their form of proxy or voting instruction form as soon as possible. As an alternative, shareholders may choose to vote online as provided for on the form of proxy or voting instruction form.

If you are a non-registered shareholder of the Company and have received this Notice and accompanying materials through 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 your securities on your behalf (the "**Intermediary**"), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

DATED at Vancouver, British Columbia, this 1<sup>st</sup> day of May, 2024.

By Order of the Board

/s/ Francis Letourneau

**Francis Letourneau**

President and CEO