

ETRION CORPORATION

NOTICE OF ANNUAL AND SPECIAL GENERAL MEETING OF SHAREHOLDERS

TAKE NOTICE THAT the annual and special general meeting (the “**Meeting**”) of the shareholders of Etrion Corporation (the “**Company**”) will be held in the offices of WeirFoulds LLP, at 66 Wellington Street West, Suite 4100, Toronto, Ontario, M5K 1B7, on June 12, 2020, at 10:00 a.m. (Eastern Daylight Time) for the following purposes:

1. to receive and consider the consolidated financial statements of the Company as at and for the year ended December 31, 2019, together with the report of the auditors thereon;
2. to elect directors of the Company for the ensuing year;
3. to appoint PricewaterhouseCoopers SA as the auditors of the Company and to authorize the directors to fix the remuneration to be paid to the auditors;
4. to consider, and if thought advisable, to re-approve all unallocated restricted share units, rights or other entitlements under the Company’s Restricted Share Plan, as defined and set out in further detail in the accompanying management information circular (the “**Management Information Circular**”); and
5. to transact such other business as may be properly brought before the Meeting.

Terms not defined herein are defined in the accompanying management information circular. The Management Information Circular provides additional information relating to the matters to be dealt with at the Meeting.

Only persons registered as shareholders of the Company as of the close of business on April 27, 2020, are entitled to receive notice of the Meeting.

DATED this 16th day of April 2020.

BY ORDER OF THE BOARD OF DIRECTORS

“Marco Antonio Northland”

Marco Antonio Northland
Chief Executive Officer

A shareholder may attend the Meeting in person or may be represented by a proxyholder. Shareholders who are unable to attend the Meeting in person are requested to date, sign and return the accompanying instrument of proxy (the “Instrument of Proxy”), or other appropriate form of proxy, in accordance with the instructions set forth in the Instrument of Proxy and the accompanying Management Information Circular. An Instrument of Proxy will not be valid unless it is properly executed and deposited at the offices of Computershare Investor Services Inc., Proxy Department, 100 University Avenue, 8th Floor, Toronto, Ontario M5J 2Y1, Canada, no later than 2 business days before the date of the Meeting, or any adjournment or postponement thereof. A person appointed as proxyholder need not be a shareholder of the Company. The time limit for deposit of proxies may be waived or extended by the chairman of the Meeting at his discretion, without notice.

The board of directors of the Company has fixed the record date for the Meeting at the close of business on April 27, 2020 (the “Record Date”). Only shareholders of record at the close of business on the Record Date are entitled to vote such common shares at the Meeting on the basis of 1 vote for each common share held except to the extent that: (a) the holder has transferred the ownership of any of his common shares after the Record Date; and (b) the transferee of those common shares produces properly endorsed share certificates, or otherwise establishes that he owns the common shares, and demands not later than 10 days before the day of the Meeting that his name be included in the list of persons entitled to vote at the Meeting, in which case the transferee will be entitled to vote his or her common shares at the Meeting.

SPECIAL MEASURES IN RESPONSE TO THE CURRENT COVID-19 (CORONAVIRUS) OUTBREAK

While as of the date of this Notice and accompanying Management Information Circular, the Company intends to hold the Meeting in physical in-person format, it is continuously monitoring the COVID-19 outbreak. In light of the rapidly evolving news and guidelines related to COVID-19, the Company asks that, in considering whether to attend the Meeting in person, shareholders follow, among other things, the instructions of the Public Health Agency of Canada (<https://www.canada.ca/en/public-health/services/diseases/coronavirus-disease-covid-19.html>) and any applicable additional provincial and local instructions. Shareholders should not attend the Meeting in person if you are experiencing any cold or flu-like symptoms, or if they or someone with whom they have been in close contact has travelled to/from outside of Canada within the 14 days prior to the Meeting. All shareholders are strongly encouraged to vote prior

to the Meeting by any of the means described in the Management Information Circular.

The Company reserves the right to take any additional precautionary measures it deems appropriate in relation to the Meeting in response to further developments in respect of the COVID-19 outbreak including, if considered necessary or advisable, providing a virtual webcast version of the Meeting and/or hosting the Meeting solely by means of remote communication, placing restrictions on in-person attendance, or postponing or adjourning the Meeting.

Changes to the Meeting date and/or means of holding the Meeting may be announced by way of press release. Please monitor the Company press releases as well as the Company website at <https://etrion.com/> for updated information. If applicable and as appropriate, the Company will provide required information on the logistical details of a virtual or hybrid Meeting including how a shareholder can remotely access, participate in and vote at a Meeting. An amended Management Information Circular will not be mailed out in the event of changes to the Meeting format.