



# Notice of 2024 Annual Meeting of Shareholders and availability of materials

## NOTICE-AND-ACCESS

As permitted by Canadian securities regulators, we are using notice-and-access to deliver our 2024 Management Proxy Circular (the “Circular”), and our annual financial statements and related management’s discussion and analysis for the financial year ended December 31, 2023 (the “Financial Report”, and together with the Circular, the “Meeting Materials”). This means that instead of receiving a paper copy of the Meeting Materials, you are receiving this notice, which provides information on how to access these Meeting Materials online. You will also find below information on how to request paper copies of these Meeting Materials if you prefer. Using notice-and-access is more environmentally friendly and cost-effective because it reduces paper use and the cost of printing and mailing the Meeting Materials to shareholders, which is also aligned with our responsible management approach. A form of proxy or a voting instruction form is included with this notice, and each includes instructions on how you can vote your shares at our 2024 Annual Meeting of Shareholders.

## DATE, TIME AND PLACE

<b>WHEN</b>	May 9, 2024 at 11:00 a.m. (Eastern Time) (the “Meeting”)
<b>WHERE</b>	InterContinental Hotel 360 Saint-Antoine Street West Montréal, Quebec, Canada

**After four years of holding our annual meeting virtually, this year we welcome you to join us in person. In order to provide all our shareholders with an opportunity to observe the Meeting, we will also be augmenting the in-person Meeting with a live webcast. For instructions on accessing the live webcast see the section entitled “Online Webcast to Observe the Meeting” in the Circular.**

## BUSINESS TO BE TRANSACTED AT THE MEETING

<b>1</b>	To receive the consolidated financial statements for the year ended December 31, 2023 and the auditors’ report thereon;
<b>2</b>	To elect directors;
<b>3</b>	To appoint auditors;
<b>4</b>	To approve a non-binding advisory resolution on the Corporation’s approach to executive compensation;
<b>5</b>	To consider the shareholder proposals set forth as Schedule A to the Management Proxy Circular; and
<b>6</b>	To transact such other business as may properly come before the Meeting.

The Circular provides additional information relating to the matters to be dealt with at the Meeting.

## VOTING

If you do not expect to be present and vote your shares at the Meeting, please vote your shares by Internet, by telephone or by mail. Please refer to the instructions on the form of proxy or voting instruction form included with this notice on how to vote your shares. Please note that you cannot vote your shares by returning this notice.

If you have questions or need assistance voting, please contact Kingsdale Advisors, the Corporation’s proxy solicitation agent, by telephone at **1-877-659-1823** (Canada and the United States) or **+1-437-561-5028** (call and text enabled outside North America), or by email at [contactus@kingsdaleadvisors.com](mailto:contactus@kingsdaleadvisors.com).

## ACCESSING THE MEETING MATERIALS ONLINE

The Meeting Materials and other relevant materials are available on:

Our transfer agent’s website at  
[www.envisionreports.com/POWQ2024](http://www.envisionreports.com/POWQ2024)

SEDAR+ at  
[www.sedarplus.com](http://www.sedarplus.com)

Our website at  
[www.powercorporation.com/en/investors/shareholder-reports/](http://www.powercorporation.com/en/investors/shareholder-reports/)

The Circular and this notice will remain available on our transfer agent’s website for one year after the date of this notice.

