

CLOUDMD SOFTWARE & SERVICES INC.
NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual and special meeting (the “**Meeting**”) of the shareholders (the “**Shareholders**”) of CloudMD Software & Services Inc. (the “**Company**”) will be held at the offices of Cassels Brock & Blackwell LLP, Suite 3200, Bay Adelaide Centre – North Tower, 40 Temperance Street, Toronto, Ontario M5H 0B4 on Friday, the 15th day of December, 2023 at 10:00 a.m. (EST) for the following purposes:

1. to receive the financial statements of the Company for the year ended December 31, 2022, together with the report of the auditor thereon;
2. to fix the number of directors to be elected at the Meeting at seven (7);
3. to elect the directors of the Company for the ensuing year;
4. to re-appoint KPMG LLP, Chartered Professional Accountants, as the auditor of the Company for the ensuing year and to authorize the board of directors of the Company (the “**Board**”) to fix their remuneration;
5. to consider, and, if deemed appropriate, to pass with or without variation, an ordinary resolution re-approving the omnibus equity incentive plan of the Company, as more particularly described in the accompanying management information circular of Company dated October 25, 2023 (the “**Circular**”);
6. to consider, and, if deemed appropriate, to pass with or without variation, an ordinary resolution authorizing the consolidation of all of the issued and outstanding common shares of the Company, as more particularly described in the Circular; and
5. to transact such further or other business as may properly come before the Meeting or any adjournment or adjournments thereof.

Specific details of the matters proposed to be put before the Meeting are set forth in the Circular. **Shareholders are reminded to review the Circular before voting.**

The Board has fixed the close of business on October 20, 2023, as the record date (the “**Record Date**”) for determining Shareholders entitled to receive notice of and to vote at the Meeting and any adjournment or postponement thereof. Only Shareholders whose names have been entered in the register of Shareholders at the close of business on the Record Date will be entitled to receive notice of and to vote at the Meeting.

As described in the notice-and-access notification mailed to shareholders of the Company, the Company will deliver the proxy-related materials in connection with the Meeting (the “**Meeting Materials**”) to shareholders by posting the Meeting Materials on SEDAR+ and on its website. This alternative means of distribution of the Meeting Materials is more environmentally friendly by reducing paper use, and also reduces printing and mailing costs of the Company. The Meeting Materials will be available on the Company’s website at www.investors.cloudmd.ca as of November 15, 2023 and will remain on the website for one full year thereafter. The Meeting Materials will also be available under the Company’s

profile on SEDAR+ at www.sedarplus.ca. The Company will continue to mail paper copies of the applicable Meeting Materials to those registered and beneficial shareholders who previously elected to receive paper copies. All other shareholders will receive a notice-and-access notification which will contain information on how to obtain electronic and paper copies of the Meeting Materials in advance of the Meeting. Shareholders who wish to receive paper copies of the Meeting Materials may request copies by calling toll-free at 1.888.787.0888 or by email at proxy@endeavortrust.com. Meeting Materials will be sent to such shareholders at no cost to them within three business days of their request, if such requests are made before the Meeting. Following the Meeting, the information circular will be sent to such shareholders within 10 days of their request.

Shareholders will receive a paper copy of a notice package under notice-and-access via pre-paid mail containing: (i) a notification regarding the Company's use of notice-and-access and how Shareholders may access an electronic copy of the Meeting Materials, and how they may request a paper copy of the Meeting Materials, if they so choose, in advance of the Meeting and for a year following the Meeting, (ii) a form of proxy (if you are a registered Shareholder) or a voting instruction form (if you are a beneficial Shareholder), and (iii) a supplemental mailing list return card to elect to receive paper copies of the Company's financial statements and management's discussion and analysis.

The Company strongly encourages each Shareholder to submit a form of proxy or voting instruction form in advance of the Meeting using one of the methods described below and in the Circular. Registered Shareholders should complete, date and sign a proxy form in advance of the Meeting and return it to the Company c/o Endeavor Trust Corporation ("Endeavor") at 702 – 777 Hornby Street, Vancouver, British Columbia, V6Z 1S4, by courier, by mail, by fax at 604.559.8908, or by e-mail at proxy@endeavortrust.com or by electronic voting through www.eproxy.ca. Votes cast electronically are in all respects equivalent to, and will be treated in the exact same manner as, votes cast via a paper proxy form. Further details on the electronic voting process are provided in the form of proxy. Beneficial Shareholders who receive the Meeting Materials through their broker or other intermediary should complete and return their form of proxy or voting information form in accordance with the instructions provided by their broker or intermediary.

The Board has, by resolution, fixed 10:00 a.m. (EST) on December 13, 2023, or in the event of an adjournment or postponement of the Meeting, 48 hours before the time of the adjourned or postponed Meeting (excluding Saturdays, Sundays, and holidays), as the time before which proxy forms to be used or acted upon at the Meeting, or any adjournment or postponement thereof, must be deposited with the Company's transfer agent and registrar, Endeavor. Alternatively, a proxy form may be given to the Chair of the Meeting at which the proxy form is to be used. Late forms of proxy may be accepted or rejected by the Chair of the Meeting in the Chair's discretion, and the Chair is under no obligation to accept or reject any particular late form of proxy.

Shareholders are strongly encouraged to vote on the matters before the Meeting by proxy in the manner set out in the Circular as opposed to attending the Meeting in person.

Rather than attending in person, we encourage you to join a teleconference of the Meeting, which gives shareholders an equal opportunity to access the Meeting regardless of their geographic location.

To participate in the Meeting virtually,

- please register at <https://attendee.gotowebinar.com/register/8379854638261411415>;
- to use your phone, please select “Use Telephone” after joining the meeting and call in using the numbers below:
Canada: +1 (647) 497-9389
US: +1 (951) 384-3421
Access Code: 985-025-218
Audio PIN: Shown after joining the webinar

If you are attending the Meeting virtually, you will not be able to vote at the Meeting.

DATED at Toronto, Ontario, Canada as of the 25th day of October, 2023.

BY ORDER OF THE BOARD OF DIRECTORS

(Signed) “Graeme McPhail”

Graeme McPhail, Chair of the Board of Directors