



ZEDCOR INC. - NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT the Annual and Special meeting (the “**Meeting**”) of holders of common shares (“**Shareholders**”) of Zedcor Inc. (the “**Corporation**”) will be held **at the offices of Borden Ladner Gervais LLP, at Centennial Place, East Tower, 1900, 520 – 3rd Avenue S.W., Calgary, Alberta**, on September 21, 2021, at 10:00 a.m. (Calgary time), for the following purposes. **The Corporation reserves the right to amend the location of the Meeting to allow for flexibility as the COVID-19 Pandemic continues.**

1. to receive the audited financial statements of the Corporation for the year ended December 31, 2020 and the report of the auditors thereon;
2. to approve an ordinary resolution to fix the number of directors of the Corporation to be elected at the Meeting for the ensuing year at four (4);
3. to elect the nominees to the board of directors of the Corporation (the “**Board**”) for the ensuing year, as set out in the management information circular (the “**Circular**”) prepared for the purposes of the Meeting;
4. to appoint KPMG LLP, Chartered Accountants, of Calgary, Alberta, as auditor of the Corporation for the ensuing year and to authorize the Board to fix their remuneration;
5. to consider, and, if thought advisable, to approve, with or without variation, an ordinary resolution, the full text of which is set forth in the Circular, to confirm the Corporation’s stock option plan; and
6. to transact such other business as may be properly brought before the Meeting or any adjournments or postponements thereof.

The details of all matters proposed to be put before Shareholders at the Meeting are set forth in the Circular and Instrument of Proxy accompanying this Notice of Meeting. At the Meeting, Shareholders will be asked to approve each of the foregoing items.

Amid ongoing concerns about the Coronavirus (COVID-19) outbreak, the Corporation remains mindful of the well-being of Shareholders and their families, our industry partners and other stakeholders as well as the communities in which we operate. The Corporation currently intends on holding the Meeting as a physical shareholder meeting. However, as COVID-19 is a rapidly evolving situation, the Corporation will continue to monitor and review provincial and federal governmental guidance in order to assess and implement measures to reduce the risk of spreading the virus at the Meeting, which may include potentially adjourning or postponing the Meeting. In light of current provincial government gathering restrictions, at this time, only registered Shareholders or their duly appointed proxy holders will be permitted to attend the Meeting in person. In addition, in view of current and potential future guidance regarding physical distancing and further restrictions on large gatherings, in order to ensure as many common shares of the Corporation as possible are represented at the Meeting, Shareholders are strongly encouraged to complete the enclosed Instrument of Proxy and return it as soon as possible.

Only Shareholders of record at the close of business on August 5, 2021 are entitled to notice of and attend the Meeting or any adjournment or postponement thereof and to vote thereat. **A Shareholder may attend the Meeting in person or may be represented thereat by proxy. A form of proxy for use at the Meeting or any adjournment or postponement thereof is enclosed with this notice. Shareholders who are unable to attend the Meeting are requested to date, sign and return the enclosed form of proxy to the Corporation’s transfer agent (the “Transfer Agent”), Computershare Trust Company of Canada, 100 University Avenue, 8th Floor, North Tower, Toronto, Ontario M5J 2Y1, Attention: Proxy Department, in the enclosed self-addressed envelope. In order to be valid, proxies must be received by the Transfer Agent at least forty-eight (48) hours, excluding Saturdays, Sundays and holidays, prior to the time of the Meeting or any adjournment or postponement thereof.**

DATED this 5th day of August, 2021.

BY ORDER OF THE BOARD OF DIRECTORS

(signed) “*Jan Campbell*”

Jan Campbell, Corporate Secretary