

**VECIMA NETWORKS INC.**  
(the "Corporation")  
**NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS**

NOTICE IS HEREBY GIVEN that the annual general meeting of shareholders of the Corporation shall be virtually on **Monday, December 7, 2020 at 10:00 am (Victoria time)**, (collectively, the "Meeting") for the following purposes:

1. to receive the consolidated financial statements of the Corporation for the fiscal year ended June 30, 2020, together with the report of the auditors thereon;
2. to re-appoint Grant Thornton LLP as auditors for the next fiscal year and to authorize the directors to fix their remuneration;
3. to set the number of directors of the Corporation at six;
4. to elect directors; and
5. to transact such further and other business as may properly come before the meeting or any adjournment or adjournments thereof.

The details of all matters proposed to be put before shareholders at the Meeting are set forth in the Information Circular. At the Meeting, shareholders will be asked to approve each of the foregoing items.

This year, out of an abundance of caution, to proactively deal with the unprecedented health impact of COVID-19, to mitigate risks to the health and safety of all stakeholders, and in compliance with current government direction and advice to which the Corporation will continue to adhere between the date of this Information Circular and the date of the Meeting, the Corporation will hold the Meeting **in a virtual only format, via live audiocast that Shareholders will telephone into**. Shareholders will have an equal opportunity to participate in the Meeting online regardless of their geographic location. After the Meeting the Shareholders can see a presentation. The Board of Directors of the Corporation have fixed November 2, 2020 as the record date for the determination of shareholders entitled to receive the Notice of Meeting and to vote at the Meeting.

**REGISTERED SHAREHOLDERS AND DULY APPOINTED PROXYHOLDERS SHALL CONNECT TO THE AUDIOCAST MEETING BY DIALING ONE OF THE TELEPHONE NUMBERS BELOW WHERE THEY CAN PARTICIPATE AND VOTE DURING THE MEETING LIVE AUDIOCAST:**

PARTICIPANT / GUEST (TOLL-FREE):      877-407-2991      INCOMM EVENT 14

PARTICIPANT / GUEST (TOLL):              201-389-0925      INCOMM EVENT 14

**HOW TO LINK TO WEBCAST TO SEE PRESENTATION AFTER MEETING:**

Link: <https://78449.themediaframe.com/dataconf/productusers/vcn/mediaframe/41302/indexl.html>

Registered shareholders who are unable to attend the Meeting are requested to complete, date, sign and return the enclosed Form of Proxy in accordance with the instructions set out in the proxy and in the Information Circular as incorporated in this Notice of Meeting. A proxy shall not be valid unless the completed, dated and signed Form of Proxy is received by Computershare Investor Services Inc., Proxy Department, 100 University Avenue, 9th Floor, Toronto, Ontario, M5J 2Y1, by 10:00 a.m. (PST) on Friday, December 4, 2020, or not less than 48 hours (excluding Saturdays, Sundays and holidays) before the time for holding the Meeting or any adjournment thereof, or is delivered to the Chair of the Meeting before the time of voting. If you are a non-registered shareholder of Corporation and receive these materials through your broker or through another intermediary, please complete and return the materials in accordance with the instructions provided to you by your broker or by the other intermediary. Failure to do so may result in your Shares not being eligible to be voted by proxy at the Meeting.

DATED AT VICTORIA, BRITISH COLUMBIA, NOVEMBER 2, 2020 BY ORDER OF THE BOARD OF DIRECTORS

*"Dr. Surinder Kumar"*

Dr. Surinder Kumar, Chairman and Director