



**NOTICE OF ANNUAL AND SPECIAL MEETING  
OF SHAREHOLDERS  
May 1, 2020**

**NOTICE IS HEREBY GIVEN THAT** the Annual and Special Meeting (the “**Meeting**”) of the shareholders of C-Com Satellite Systems Inc. (the “**Corporation**”) will be held on May 1, 2020 at 10:00 a.m. (Ottawa, Ontario time) at the head office of the Corporation at 2574 Sheffield Road, Ottawa, Ontario, K1B 3V7 for the following purposes:

1. to receive the financial statements of the Corporation for the financial year ended November 30, 2019 and the auditors' report thereon;
2. to elect directors of the Corporation;
3. to appoint Welch LLP as auditors of the Corporation and to authorize the board of directors to fix their remuneration;
4. to consider and, if deemed advisable, pass with or without variation, an ordinary resolution to approve certain amendments to the Corporation’s stock option plan, as more particularly described in the accompanying management information circular;
5. to consider and, if deemed advisable, pass with or without variation, an ordinary resolution of disinterested shareholders to approve an amendment to the Corporation’s current stock option plan (the “**Option Plan**”), increasing the limit with respect to the number of common shares in the capital of the Corporation that may be reserved for grants to Insiders (as defined in the Option Plan and the rules of the TSX Venture Exchange), all as more particularly described in the accompanying management information circular; and
6. to transact such further and other business as may properly come before the Meeting or any adjournment or adjournments thereof.

The Corporation is sending proxy-related materials to non-registered shareholders using Notice and Access. Notice and Access is a set of rules for reducing the volume of materials that must be physically mailed to shareholders by posting the management information circular and additional materials online.

The management information circular providing further information relevant to the matters scheduled to come before the Meeting, this Notice of Meeting, a form of proxy, the audited annual financial statements of the Corporation for the year ended November 30, 2019 and the Corporation’s comparative financial statements and management discussion and analysis (“**MD&A**”) relating to such financial statements are available on SEDAR at [www.sedar.com](http://www.sedar.com) and on the Corporation’s website at <http://www.c-comsat.com/about/investor-relations/>. See the section of the management information circular entitled “Meeting Matters” for disclosure regarding each matter or group of related matters identified in the notice. Shareholders are reminded to review these online materials when voting.

Pursuant to the requirements of the *Canada Business Corporations Act*, registered shareholders of the Corporation will receive paper copies of the information circular, this Notice, the form of proxy, the audited annual financial statements of the Corporation for the year ended November 30, 2019 and the MD&A relating to such financial statements. Non-registered shareholders may choose to receive paper copies of such materials by contacting the Corporation at the toll-free number 1-877-463-8886. In order for non-registered shareholders to receive the paper copies of such materials in advance of any deadline for the submission of voting instructions and the date of the Meeting it is recommended to contact the Corporation as soon as possible but not later than April 16, 2020.

If you are a registered shareholder a form of proxy is enclosed. A copy of the proxy is also available on SEDAR at [www.sedar.com](http://www.sedar.com) and on the Corporation's website at [www.c-comsat.com](http://www.c-comsat.com). If you are a non-registered shareholder a voting instruction form is enclosed.

Shareholders are requested to complete, sign and return such form of proxy or voting instruction form, as applicable.

For registered shareholders, in order to be represented by proxy at the Meeting, you must complete and submit the enclosed form of proxy or other appropriate form of proxy. Completed forms of proxy must be received by Computershare Trust Company of Canada, the transfer agent of the Corporation, at Computershare Investor Services, Proxy Department, 9th Floor, 100 University Ave., Toronto, ON M5J 2Y1 not later than 10:00 a.m. (in Toronto) on April 29, 2020 or may be accepted by the Chairman of the Meeting prior to the commencement of the Meeting. The Chairman of the Meeting may waive or extend the proxy cut-off without notice. The form of proxy also provides details on how you may submit your proxy by telephone or internet.

For non-registered shareholders, use the enclosed voting instruction form to provide voting instructions. The voting instruction form contains instructions on how to complete the form, where to return it to and the deadline for returning it. It is important to read and follow the instructions on the voting instruction form in order to have your vote count.

By order of the Board of Directors,

A handwritten signature in blue ink, appearing to read "Leslie Klein", is written over a horizontal line.

Dr. Leslie Klein, P.Eng.  
Chief Executive Officer

Ottawa, Ontario  
March 17, 2020