



STACK CAPITAL GROUP INC.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an annual and special meeting (the “Meeting”) of the holders of common shares (“Common Shares”) of Stack Capital Group Inc. (“Stack”) will be held virtually via live webcast at <https://meetnow.global/MPLH59D> on May 18, 2022, at 10:00 a.m. (Toronto time), for the following purposes:

1. to receive Stack's audited financial statements for the period ended December 31, 2021 and the auditor's report thereon;
2. to elect the directors of Stack for the ensuing year;
3. to appoint PricewaterhouseCoopers LLP as Stack's independent auditors and to authorize the directors to fix their remuneration;
4. to approve an ordinary resolution to adopt an omnibus long-term incentive plan (the “LTIP”) for Stack, as more particularly set forth and described in the Management Proxy Circular (the “Circular”) accompanying this notice; and
5. to transact such further or other business as may properly come before the Meeting or any postponement(s) or adjournment(s) thereof.

The specific details of the matters to be considered at the Meeting are set forth in the Circular.

As a shareholder of Stack, it is very important that you read the Circular and other Meeting materials carefully. They contain important information with respect to voting your Common Shares and attending and participating at the Meeting.

In light of the continuing news, guidelines and requirements related to COVID-19, Stack will be holding the Meeting virtually. Registered shareholders (being shareholders who hold their Common Shares directly, registered in their own names) and duly appointed proxyholders will be able to attend the Meeting online, participate and vote at the Meeting. Beneficial shareholders (being shareholders who hold their Common Shares through a broker, investment dealer, bank, trust company, custodian, nominee or other intermediary) who have not duly appointed themselves as proxyholder will be able attend the Meeting online as guests, however they will not be able to vote at the Meeting. All shareholders are strongly encouraged to vote prior to the Meeting by any of the means described in the Circular, the form of proxy or other materials provided by an intermediary.

In order to attend the Meeting virtually, registered shareholders and duly appointed proxyholders are required to log in to <https://meetnow.global/MPLH59D>, click “*Shareholder*” and enter a 15-digit control number or click “*Invitation*” and enter an Invite Code before the start of the Meeting. Please see the section entitled “Virtual Meeting” and “Voting Information” in the Circular for detailed instructions on how to virtually attend and participate at the Meeting.

If you are a *registered shareholder* and are unable or elect not to attend the Meeting virtually, please complete, sign, date and return the enclosed form of proxy to Computershare Investor Services Inc. Attention: Proxy Department, 100 University Avenue, 8th Floor, Toronto Ontario, M5J 2Y1, or by facsimile to 1-866-249-7775 (Toll Free North America) or 416-263-9524 (International), or through the internet at www.investorvote.com (using your 15 digit control number which can be found on your proxy), or complete the form of proxy by such other method as is identified, and pursuant to any instructions contained, in the form of proxy. **In order to be valid for use at the Meeting, proxies must be received not less than 48**

hours (excluding Saturdays, Sundays and holidays) prior to the Meeting or any adjournment(s) or postponement(s) thereof.

If you are a *non-registered shareholder* 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 such other intermediary. **If you are a non-registered shareholder and do not complete and return the materials in accordance with such instructions, you may lose the right to vote at the Meeting.**

Stack's directors have fixed April 13, 2022 as the record date. Holders of Common Shares at the close of business on April 13, 2022 are entitled to receive notice of and to vote at the Meeting or any postponement(s) or adjournment(s) thereof.

DATED at Toronto, Ontario this 24th day of March, 2022.

By Order of the Board of Directors

(Signed) "Jeffrey Parks"

JEFFREY PARKS
Chief Executive Officer