



## Notice of Availability of Proxy Materials for NTG Clarity Networks Inc. Annual and Special Meeting

**Meeting Date and Time: Friday July 7, 2023 at 10:30am (Eastern Time)**

**Location: 2820 Fourteenth Avenue, Suite 202 Markham, ON L3R 0S9**

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Please be advised that the proxy materials for the above noted securityholder meeting of NTG Clarity Networks Inc. (the "Corporation") are available for viewing and downloading online. This document provides an overview of these materials, but you are reminded to access and review the information circular and other proxy materials available online prior to voting. These materials are available at:

<http://ntgclarity.com/investors/details/reports>

OR

[www.sedar.com](http://www.sedar.com)

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### **Obtaining Paper Copies of the Proxy Materials**

Securityholders may request to receive paper copies of the proxy materials related to the above referenced meeting by mail at no cost. Requests for paper copies must be received by June 23, 2023 in order to receive the paper copy in advance of the meeting. Shareholders may request to receive a paper copy of the Materials for up to one year from the date the Materials were filed on [www.sedar.com](http://www.sedar.com).

For more information regarding notice-and-access or to obtain a paper copy of the Materials you may contact our transfer agent, Odyssey Trust Company, via [www.odysseycontact.com](http://www.odysseycontact.com) or by phone at 1-888-290-1175 (toll-free within North America) or 1-587-885-0960 (direct from outside North America).

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### **Notice of Meeting**

The resolutions to be voted on at the meeting, described in detail in the Management Information Circular, are as follows:

1. **Fix the Number of Directors:** to fix the number of directors of the Corporation at four.
2. **Election of Directors:** to elect four directors of the Corporation for the ensuing year.
3. **Appointment of Auditors:** to appoint NVS Chartered Accountants Professional Corporation as auditors for the ensuing year and to authorize the directors of the Corporation to fix their remuneration.
4. **Consolidation of Shares:** to consider and, if deemed appropriate, pass a special resolution authorizing the directors of the Corporation to consolidate the common shares on the basis of up to five (5) pre-consolidation common shares for each post-consolidation common share, as described in the management information circular dated May 23, 2023.

### **Voting**

**PLEASE NOTE – YOU CANNOT VOTE BY RETURNING THIS NOTICE.** To vote your securities, please refer to the instructions on the enclosed Proxy or Voting Instruction Form. Your Proxy or Voting Instruction Form must be received by 10:30am Eastern Time on Wednesday July 5, 2023.

**PLEASE VIEW THE MANAGEMENT INFORMATION CIRCULAR PRIOR TO VOTING**