

**HIGHWOOD ASSET MANAGEMENT LTD.**  
**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS**  
**TO BE HELD ON MAY 30, 2024**

**NOTICE IS HEREBY GIVEN THAT AN ANNUAL GENERAL AND SPECIAL MEETING** (the “**Meeting**”) of holders (“**Shareholders**”) of common shares (“**Common Shares**”) of Highwood Asset Management Ltd. (the “**Company**”) will be held at the offices of the Company’s legal counsel, DLA Piper (Canada) LLP, at Suite 1000, 250 – 2nd Street SW, Calgary, Alberta T2P 0C1, at 10:00 a.m. (Calgary Time), on Thursday, May 30, 2024 for the following purposes:

1. to receive and consider the audited financial statements of the Company for the financial year ended December 31, 2023 and the report of the auditor thereon;
2. to fix the number of directors of the Company to be elected at the Meeting at five;
3. to elect directors for the ensuing year as described in the management information circular (the “**Circular**”) accompanying this notice of meeting (“**Notice**”);
4. to appoint RSM Canada LLP as the auditors of the Company for the ensuing year at a remuneration to be fixed by the board of directors of the Company;
5. to consider and, if thought fit, to pass an ordinary resolution to approve the Company’s rolling omnibus plan, as more fully set forth in the Circular accompanying this Notice, and
6. to transact such other business as may be properly brought before the Meeting or any adjournment thereof.

The board of directors of the Company has fixed the record date for the Meeting at the close of business on April 19, 2024 (the “**Record Date**”). Only Shareholders of record as at the Record Date are entitled to receive notice of the Meeting. Shareholders of record will be entitled to vote those Common Shares owned as at the Record Date, unless any such Shareholder transfers such Shareholder’s Common Shares after the Record Date and the transferee of those Common Shares establishes that the transferee owns the Common Shares and demands, not later than ten (10) days before the Meeting, that the transferee’s name be included in the list of Shareholders entitled to vote at the Meeting, in which case such transferee shall be entitled to vote such Common Shares at the Meeting.

An “ordinary resolution” is a resolution passed by at least a majority of the votes cast by Highwood Shareholders in respect of that resolution at the Meeting.

In order to permit Shareholders and proxyholders to listen to the Meeting in real time, without having to attend in person, a conference call of the Meeting will be available as follows:

Conference call:

- Participation — North America Toll-Free: 1-888-664-6383 and Local (Toronto): 416-764-8650
- Replay — North America Toll-Free: 1-888-390-0541 and Local (Toronto): 416-764-8677 with Access Code: 790032#

**Shareholders will not be able to vote through the conference call**; however, there will be a question and answer session following the termination of the formal business of the Meeting during which Shareholders attending the conference call can ask questions.

**WE STRONGLY ENCOURAGE ALL SHAREHOLDERS TO VOTE ELECTRONICALLY BY PROXY RATHER THAN ATTENDING THE MEETING IN PERSON.**

DATED this 25<sup>th</sup> day of April, 2024.

**BY ORDER OF THE BOARD OF DIRECTORS**

*(signed) “Greg Macdonald”*

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Greg Macdonald  
Chief Executive Officer, President and Director