

## NOTICE OF THE 2019 ANNUAL MEETING OF SHAREHOLDERS

### When

Friday, May 3, 2019  
10 a.m. (Eastern Daylight Time)

### Where

Toromont Cat  
5001 Trans-Canada Highway  
Pointe-Claire, Québec H9R 1B8

We will cover five items of business:

- 1 Receive our consolidated financial statements for the year ended December 31, 2018 and the auditor's report
- 2 Elect directors
- 3 Appoint the auditor
- 4 Vote on our approach to executive pay
- 5 Consider any other business that may properly come before the meeting.

You can read about each item of business beginning on page 5 of our 2019 management information circular. Information about the voting process begins on page 7.

If you held common shares of Toromont Industries Ltd. at the close of business on March 15, 2019 (the record date), you are eligible to vote at the annual meeting, or at a reconvened meeting if the meeting is postponed or adjourned.

By order of the board,

*"LYNN M. KORBAK"*

Lynn M. Korbak  
General Counsel and Corporate Secretary  
Toromont Industries Ltd.

February 28, 2019

### We value your vote

Please remember to vote your shares.

You can appoint someone to be your proxyholder and vote your shares for you if you cannot attend the meeting.

Please complete, sign, date and return your proxy or voting instruction form to vote your shares. Our transfer agent, AST Trust Company (Canada), must receive your completed form by 5 p.m. (Eastern Daylight Time) on Wednesday, May 1, 2019, or 48 hours (excluding Saturdays, Sundays and holidays) before the new time of the meeting if it is postponed or adjourned.

Detailed information about the voting process begins on page 7 of this management information circular.