

BOYD GROUP SERVICES INC.

(formerly reporting as Boyd Group Income Fund)

NOTICE OF ANNUAL MEETING AND SPECIAL MEETING OF SHAREHOLDERS TO BE HELD MAY 12, 2021

NOTICE IS HEREBY GIVEN that the annual meeting and special meeting (“Meeting”) of the holders of common shares (“Shareholders”) of Boyd Group Services Inc. (“BGSI”) will be held as a virtual shareholders’ meeting via live audio webcast online at www.virtualshareholdermeeting.com/BOYD2021 on Wednesday, May 12, 2021 at 1:00 p.m. (local time) for the following purposes:

1. to receive the consolidated financial statements of Boyd Group Services Inc. for the year ended December 31, 2020 and the Auditor’s Report thereon;
2. to fix the number of Directors at nine;
3. to appoint Directors for the ensuing year;
4. to appoint auditors for the ensuing year and authorize the Board of Directors to fix their remuneration;
5. to vote on an advisory resolution on BGSI’s approach to executive compensation;
6. to consider and, if thought advisable, to pass, with or without variation, an ordinary resolution, the full text of which is set out in Appendix IV to this Information Circular, approving the Stock Option Plan; and
7. to transact such other business as may properly come before the Meeting, or any adjournment thereof.

A Shareholder may attend the Meeting virtually or may be represented at the Meeting by proxy. **We encourage Shareholders to vote by completing and submitting the enclosed form of proxy. To be used at the Meeting, proxies must be provided to the Secretary-Treasurer of BGSI, c/o Data Processing Centre, P.O. Box 3700 STN Industrial Park, Markham, ON L3R 9Z9, or via Phone: 1-800-474-7493, or by Internet voting at www.proxyvote.com, at least 24 hours prior to the Meeting or any adjournment thereof, failing which the Proxy will be invalid.**

Registered Shareholders and proxyholders (including Beneficial shareholders who have appointed themselves as proxyholder) will be able to listen to the Meeting, ask questions and vote at the Meeting online in real time. Beneficial Shareholders who do not appoint themselves as proxyholder may still access the Meeting and will be able to ask questions. Others wishing to attend the Meeting as guests will be able to listen to the Meeting but will not be entitled to ask questions or to vote during the Meeting.

DATED at Winnipeg, Manitoba this 26th day of March, 2021.

By Order of the Board of Directors.

BOYD GROUP SERVICES INC.

(signed)

Per: Narendra "Pat" Pathipati
Secretary-Treasurer