



DYNACOR GROUP INC.

Notice of Annual Meeting of Shareholders

NOTICE IS HEREBY GIVEN THAT the annual meeting of the shareholders (the "Shareholders") of Dynacor Group Inc. (the "Corporation") will be held via live webcast at <https://meetings.lumiconnect.com/400-046-300-316> on Tuesday, June 17, 2025 at 10:00 a.m. (EDT) (the "Meeting"), for the following purposes:

1. to receive the consolidated financial statements of the Corporation for the financial year ended December 31, 2024 and the auditors' report thereon (collectively, the "**Financial Statements**");
2. to elect the directors for the ensuing year;
3. to appoint the auditors and to authorize the directors to fix their remuneration;
4. to consider and, if deemed advisable, to adopt a resolution authorizing an amendment to the stock option plan of the Corporation in order to replenish 600,000 previously granted and exercised options;
5. to transact such other business as may properly be brought before the Meeting and at any adjournment thereof.

The management proxy circular (the "**Proxy Circular**") and the form of proxy (the "**Form of Proxy**") prepared in respect of the Meeting accompany this notice. The enclosed Proxy Circular contains supplementary information on matters to be discussed at the Meeting, as detailed below under the heading "Matters to be Acted Upon at the Meeting" and is hereby deemed to be an integral part of this notice.

Pursuant to Canadian securities laws, we are no longer required to distribute physical copies of the meeting materials to our Shareholders for the Meeting, namely the Proxy Circular and our management's discussion and analysis for the financial year ended December 31, 2024 (the "**MD&A**") and the financial statements (collectively, the "**Meeting Materials**")

Instead, we are posting electronic versions of the Meeting Materials on a website for shareholder review, a process known as "notice and access". Electronic copies may be accessed on our website at <https://dynacor.com/agm-2025/> or on the Corporation's SEDAR+ profile at www.sedarplus.ca.

Should you wish to receive paper copies of the Meeting Materials prior to the Meeting, or should you have any questions regarding the use of notice-and-access by the Corporation, please contact TSX Trust Company ("**TSX Trust**") at 1-888-433-6443 (toll free in Canada and the United States) or 416-682-3801 (other countries) or at tsxt-fulfilment@tmx.com, or the Corporation at 514-393- 9000, or send an email to lemarie@dynacor.com, and we will send them by postal delivery at no cost within three business days of your request. We must receive your request no later than 5:00 p.m. (EDT), on June 3, 2025, to ensure you will receive paper copies in advance of the deadline to submit your vote.

The Meeting will be held via live webcast, where all Shareholders regardless of geographic location and equity ownership will have an equal opportunity to participate and engage with the Corporation, as well as other Shareholders.

To attend the Meeting virtually, please register using the link <https://meetings.lumiconnect.com/400-046-300-316> at least 30 minutes before the scheduled start of the Meeting. After registering, you will receive a confirmation email with access instructions. You can also contact the Corporation at investors@dynacor.com for more information. To ensure a smooth process, the Corporation is asking registered participants to log into the Meeting by 9:30 a.m. (EDT) on June 17, 2025. Registered Shareholders and duly appointed proxyholders will be asked to identify themselves before the beginning of the Meeting.

Montréal, Québec, May 14, 2025.

BY ORDER OF THE BOARD OF DIRECTORS

(s) Jean Martineau

Jean Martineau, President and Chief Executive Officer