



**Immutable  
Holdings**

**IMMUTABLE HOLDINGS INC.**

**NOTICE OF ANNUAL GENERAL MEETING OF  
SHAREHOLDERS  
TO BE HELD ON DECEMBER 28, 2023**

**DATED: NOVEMBER 13, 2023**

## IMMUTABLE HOLDINGS INC.

### NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

**TAKE NOTICE THAT** an annual general meeting (the “**Meeting**”) of the holders (the “**Shareholders**”) of multiple voting shares (the “**Multiple Voting Shares**”) and subordinate voting shares (the “**Subordinate Voting Shares**” and together with the Multiple Voting Shares, the “**Shares**”) of Immutable Holdings Inc. (the “**Corporation**”) will be held virtually on December 28, 2023 at 1:00 p.m. (Toronto time) by way of live webcast accessible by the following particulars:

<b>Location</b>	<b>URL:</b> <a href="https://web.lumiagm.com/296-139-458">https://web.lumiagm.com/296-139-458</a> <b>Password:</b> “immutable2023” (case sensitive)
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The Meeting will be held for the following purposes:

1. to receive the audited consolidated financial statements of the Corporation for the financial year ended December 31, 2022, together with the auditor’s report on those statements;
2. to re-appoint Richter LLP (the “**Auditors**”) as the auditors of the Corporation for the ensuing financial year and to authorize the directors of the Corporation to fix the remuneration of the Auditors and the terms of their engagement;
3. to elect directors of the Corporation; and
4. to transact such other business as may be properly brought before the Meeting or any postponement or adjournment thereof.

This notice of Meeting is accompanied by: (a) the management information circular of the Corporation dated November 13, 2023 (the “**Circular**”); and (b) either a form of proxy for registered Shareholders or a voting instruction form for beneficial Shareholders. **The Circular accompanying this notice of Meeting is incorporated into and shall be deemed to form part of this notice of Meeting.**

The record date for the determination of Shareholders entitled to receive notice of, and to vote at, the Meeting or any adjournments or postponements thereof is November 13, 2023 (the “**Record Date**”). Shareholders whose names have been entered in the register of Shareholders at the close of business on the Record Date will be entitled to receive notice of, and to vote, at the Meeting or any adjournments or postponements thereof.

### NOTICE-AND-ACCESS

Notice is also hereby given that the Corporation has decided to use the notice-and-access method of delivery of meeting materials for the Meeting for beneficial owners of common shares of the Corporation (the “**Non-Registered Holders**”) and for registered shareholders. The notice-and-access method of delivery of meeting materials allows the Corporation to deliver the meeting materials over the internet in accordance with the notice-and-access rules adopted by the Ontario Securities Commission under National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer*. Under the notice-and-access system, registered shareholders will receive a form of proxy and the Non-Registered Holders will receive a voting instruction form enabling them to vote at the Meeting. However, instead of a paper copy of the notice of Meeting, the management information circular, the annual financial statements of the Corporation for the financial years ended December 31, 2022 and related management’s discussion and analysis and other meeting materials (collectively the “**Meeting Materials**”), shareholders receive a notification with information on how they may access such materials electronically. The use of this alternative means of delivery is more environmentally friendly as it will help reduce paper use and will also reduce the cost of printing and mailing the Meeting Materials to shareholders. Shareholders are reminded to view the Meeting Materials prior to voting. The Corporation will not be adopting stratification procedures in relation to the use of notice-and access provisions.

Meeting Materials can be viewed online under the Corporation’s profile at [www.sedarplus.ca](http://www.sedarplus.ca) or on <https://odysseytrust.com/client/immutable-holdings-inc/> (the “**Website**”). The Meeting Materials will remain posted on the Website at least until the date that is one (1) year after the date the Meeting Materials were posted.

## How to Obtain Paper Copies of the Meeting Materials

Only the Registered Shareholders and Beneficial Shareholders that have previously requested to receive paper materials will receive paper copies of the Meeting Materials. Instead all Shareholders will receive a notice and access notification which will contain information on how to obtain electronic and paper copies of the Meeting Materials in advance of the Meeting. If you wish to receive a paper copy of the Meeting Materials or have questions about notice-and-access please call the Transfer Agent at 1-888-290-1175 (toll-free within North America) or 1-587-885-0960 (direct from outside North America). In order to receive a paper copy in time to vote before the Meeting, your request should be received by December 14, 2023.

As noted above, in consideration of the health and safety of our employees, Shareholders and the broader community, the Corporation is holding the Meeting as a completely virtual meeting, which will be conducted via live webcast, where all Shareholders regardless of geographic location and equity ownership will have an equal opportunity to participate at the Meeting and engage with directors and management of the Corporation as well as other Shareholders. Shareholders will not be able to attend the Meeting in person.

At the virtual Meeting, Registered Shareholders (as defined below), non-registered (or beneficial) Shareholders and their duly appointed proxyholders will be able to participate, ask questions and vote in “real time” through an online portal. Non-registered Shareholders must carefully follow the procedures set out in the Circular in order to vote virtually and ask questions through the live webcast. Non-registered Shareholders who do not follow the procedures set out in the Circular will nonetheless be able to view a live webcast of the Meeting, but will not be able to ask questions or vote.

In order to attend the Meeting virtually, Shareholders should log in using the URL: [web.lumiagm.com/296-139-458](http://web.lumiagm.com/296-139-458) at least fifteen (15) minutes prior to the start of the Meeting. Once logged in, Registered Shareholders will be required to provide the password “immutable2023” (case sensitive) and their control number to vote at the Meeting. Alternatively, Shareholders can take steps to submit their votes by proxy by following the instructions below and as further set out in the Circular.

**A Shareholder may attend the Meeting via live webcast or may be represented by proxy. Shareholders who are unable to attend the Meeting or any adjournments or postponements thereof via live webcast are requested to complete, date, sign and return the accompanying form of proxy for use at the Meeting or any adjournments or postponements thereof: (i) by email to [proxy@odysseytrust.com](mailto:proxy@odysseytrust.com); (ii) by mail or personal delivery to Odyssey Trust Company, United Kingdom Building, 350 – 409 Granville Street, Vancouver, B.C. V6C 1T2; (iii) by fax to Odyssey, to the attention of the Proxy Department at 1-800-517-4553 (toll free within Canada and the U.S.) or 416-263-9524 (international); or (iv) by <https://login.odysseytrust.com/pxlogin> and follow the online voting instructions given to you.** To be effective, the enclosed form of proxy must be received by the Corporation’s registrar and transfer agent, Odyssey Trust Company, by no later than 1:00 p.m. (Toronto time) on December 26, 2023 or, in the case of any adjournment or postponement of the Meeting, by no later than 48 hours (excluding Saturdays, Sundays and statutory holidays in the Province of Ontario) before the time for the adjourned or postponed Meeting. Shareholders are cautioned that the use of the mail to transmit proxies is at each Shareholder’s own risk.

The above time limit for deposit of proxies may be waived or extended by the chair of the Meeting at his discretion without notice.

The Corporation’s board of directors has approved the contents of this notice of Meeting and the Circular.

DATED this 13<sup>th</sup> day of November, 2023.

### BY ORDER OF THE BOARD OF DIRECTORS

/s/ “Jordan Fried”

Jordan Fried  
Chairman & Chief Executive Officer