## ARWAY CORPORATION

## NOTICE OF MEETING

**NOTICE IS GIVEN** that an annual general and special meeting (the "**Meeting**") of the holders of common shares ("**Shareholders**") of Arway Corporation ("**Arway**") will be held virtually at <a href="https://meetnow.global/MXF5UNL">https://meetnow.global/MXF5UNL</a> on Monday, January 22, 2024, at 12:00 p.m. (Eastern Standard Time) for the following purposes:

- 1. to receive Arway's audited financial statements for the financial year ended August 31, 2023 and the auditor's report thereon, as further detailed in Item 1 of the management information circular of Arway dated December 5, 2023 ("Information Circular");
- 2. to set the number of directors at four, as further detailed in Item 2 of the Information Circular;
- 3. to elect the directors of Arway for the ensuing year, as further detailed in Item 3 of the Information Circular;
- 4. to appoint Saturna Group Chartered Professional Accountants as Arway's auditor for the ensuing fiscal year and to authorize the directors to set the auditor's remuneration, as further detailed in Item 4 of the Information Circular;
- 5. to consider, and, if thought advisable, to pass, with or without amendment, an ordinary resolution confirming the existing stock option plan of Arway as further detailed in Item 5 of the Information Circular, substantially in the form of resolution appended at Schedule "B" of the Information Circular;
- 6. to consider, and, if thought advisable, to pass, with or without amendment, an ordinary resolution of disinterested shareholders approving the grant of certain stand-alone stock options of Arway as further detailed in Item 6 of the Information Circular, substantially in the form of resolution appended at Schedule "C" of the Information Circular; and
- 7. to transact such further business as may properly come before the Meeting or any adjournments thereof.

The Information Circular provides additional information relating to the matters to be addressed at the Meeting, and is deemed to form part of this notice. You are encouraged and reminded to access and review the Information Circular, prior to voting.

Arway is using notice-and-access procedures to deliver the 2024 Meeting materials to non-registered beneficial Shareholders. Non-registered beneficial Shareholders may be receiving this notice with information on how you can access the Information Circular electronically, along with a voting instruction form – by which to submit your voting instructions.

The Meeting materials can be accessed through Arway's public filings on the SEDAR+ website (<a href="www.sedarplus.ca">www.sedarplus.ca</a>) under Arway's name, as well as at Arway's website at the following link: <a href="https://www.arway.ai/financial-info">https://www.arway.ai/financial-info</a>

If you are a registered Shareholder, the Meeting materials can be accessed through Arway's public filings on the SEDAR website (www.sedar.com) under Arway's name. Registered Shareholders are entitled to participate and vote at the Meeting either in person or by proxy. Registered Shareholders who are unable to attend the Meeting in person are encouraged to read, complete, sign, date and return the form of proxy in accordance with the instructions set out in the proxy and in the Information Circular.

In order to be valid and acted upon at the Meeting, forms of proxy must be returned to Computershare Investor Services Inc. by January 18, 2024 (the "**Proxy Deadline**") in accordance with the instructions set forth on the form of proxy, not later than 48 hours (excluding Saturdays, Sundays and holidays) before the time set for the holding of the Meeting or any adjournments thereof.

If you are a non-registered Shareholder, please refer to the section in the Information Circular entitled "Non-Registered Holders and Delivery Matters" for information on how to vote your common shares of Arway.

Arway will mail paper copies of the Meeting materials to registered Shareholders and those Shareholders who elect to receive paper copies. All other Shareholders will receive this notice along with a form of proxy or voting instruction form, as applicable. If you received this notice and want to obtain paper copies of the full Meeting materials, they can be requested, without charge, by contacting:

## ARWAY CORPORATION

P.O. Box 64039 RPO Royal Bank Plaza Toronto, ON M5J 2T6

**Attention: Corporate Secretary** 

To receive the Information Circular in advance of the Proxy Deadline and Meeting date, requests for printed copies must be received at least five business days in advance of the Proxy Deadline date and time set out in the proxy or voting instruction form. For more information, please contact 1-866-861-9700.

The Canadian Securities Exchange ("CSE") has neither reviewed nor approved the disclosure in the Information Circular.

**DATED** at Toronto, Ontario this 5<sup>th</sup> day of December, 2023.

## BY ORDER OF THE BOARD OF DIRECTORS OF ARWAY CORPORATION

"Evan Gappelberg"

Chief Executive Officer and Director