



## **Notice of Availability of the Meeting Materials for RIV Capital Inc. Annual General and Special Meeting**

**Meeting Date and Time: August 27, 2024, at 9:30 a.m. (EDT)**

**Location: Cassels Brock & Blackwell LLP, Suite 3200, Bay Adelaide Centre – North Tower, 40 Temperance St., Toronto, Ontario, M5H 0B4**

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Please be advised that the meeting materials for the above noted shareholder meeting (the “**Meeting**”) are available for viewing and downloading online. This document provides an overview of these materials, but you are reminded to access and review the management information circular (the “**Circular**”) and other meeting materials (the “**Meeting Materials**”) available online prior to voting. These materials are available at:

**[www.rivcapital.com/investors](http://www.rivcapital.com/investors)**

**OR**

**[www.sedarplus.ca](http://www.sedarplus.ca)**

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### **Obtaining Paper Copies of the Proxy Materials**

Shareholders may request to receive paper copies of the Meeting Materials related to the Meeting by mail at no cost. Requests for paper copies must be received by **August 16, 2024**, in order to receive the paper copy in advance of the Meeting. Shareholders may request to receive a paper copy of the Meeting Materials for up to one year from the date the Meeting Materials were filed on [www.sedarplus.ca](http://www.sedarplus.ca).

For more information regarding notice-and-access or to obtain a paper copy of the Meeting Materials you may contact our transfer agent, Odyssey Trust Company, via <https://odysseytrust.com/ca-en/help/> or by phone at 1-888-290-1175 (toll-free within North America) or 1-587-885-0960 (direct from outside North America).

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### **Notice of Meeting**

The resolutions to be voted on at the Meeting, each of which is described in detail in the Circular, are as follows:

- (a) election of the directors of RIV Capital Inc. for the ensuing year (see pages 44 – 48 of the Circular);
- (b) re-appointment of MNP LLP, Chartered Professional Accountants, as the auditors of RIV Capital Inc. for the ensuing year (see pages 48 – 49 of the Circular);
- (c) to consider, and, if deemed advisable, to pass, with or without variation, a special resolution, the full text of which is set forth in Schedule A to the Circular, approving a plan of arrangement under section 182 of the *Business Corporations Act* (Ontario) involving RIV Capital Inc. and Consortium Inc., in accordance with the terms of the arrangement agreement dated May 30, 2024 between RIV Capital Inc. and Consortium Inc., as amended, supplemented or otherwise modified from time to time, as more particularly described in the Circular (see pages 43 – 44 of the Circular); and
- (d) any other matters as may properly be brought before the Meeting.

**Voting**

**PLEASE NOTE – YOU CANNOT VOTE BY RETURNING THIS NOTICE.** To vote your securities, please refer to the instructions on the enclosed Proxy or Voting Instruction Form. Your Proxy or Voting Instruction Form must be received by **9:30 a.m. (EDT) on August 23, 2024.**

**Stratification**

RIV Capital Inc. is providing paper copies of the Circular only to those registered shareholders and beneficial shareholders that have previously requested to receive paper materials.

**Annual Financial Statements**

RIV Capital Inc. is providing paper copies or emailing electronic copies of its annual financial statements to registered shareholders and beneficial shareholders that have opted to receive annual financial statements and have indicated a preference for either delivery method.

***PLEASE VIEW THE CIRCULAR PRIOR TO VOTING.***