

**NOTICE OF ANNUAL MEETING** of the holders of Common Shares of Laurentian Bank of Canada and notice of availability of proxy materials

**WHEN**

Tuesday, April 6, 2021 9:30 a.m. (Eastern)

**WHERE**

**Virtual only Meeting** via live audio webcast online at:  
<https://web.lumiagm.com/402763264>  
**Meeting ID:** 402-763-264  
**Password:** laurentian2021 (case sensitive)







At the Annual Meeting, shareholders will be asked to:

**BUSINESS OF THE MEETING**

**For further information, please see:**

- |   |  |
|---|--|
| 1. receive our consolidated financial statements for the year ended October 31, 2020 and the auditor's report thereon;  | <i>Part B – Business of the Meeting on p. 5 of the Circular and 2020 Annual Report</i> |
| 2. elect the directors;   | <i>Part B – Business of the Meeting on p. 5 of the Circular</i>                        |
| 3. appoint our auditor;   | <i>Part B – Business of the Meeting p. 5 of the Circular</i>                           |
| 4. consider, and if deemed fit, adopt a resolution, on an advisory basis, regarding the approach to names executive officer compensation disclosed in the accompanying Management Proxy Circular;   | <i>Part B – Business of the Meeting p. 6 of the Circular</i>                           |
| 5. consider, and if deemed fit, adopt the shareholder proposals presented for voting purposes (the text of which are set out in Schedule A of the accompanying Management Proxy Circular) that are properly brought before the meeting; and | <i>Part B – Business of the Meeting p. 6 and Schedule A of the Circular</i>            |
| 6. transact such other business as may be properly brought before the meeting.  |  |

**HOW TO VOTE**

<b>Beneficial (non-registered) Shareholder</b>	<b>Registered Shareholder</b>
<p>You are a beneficial shareholder if your shares are registered in the name of an intermediary such as bank, trust company, investment dealer, clearing agency, or other institution. Most of our shareholders are non-registered holders.</p> <p>You will require a 16-digit Control Number (located on the front of your voting instruction form) to identify yourself.</p>	<p>You are a registered shareholder if your shares are registered in your name.</p> <p>You will require a 15-digit Control Number (located on the front of your proxy) to identify yourself.</p>
<p><b>Option 1 - By proxy (voting instruction form) before the Meeting - the easiest way to vote!</b></p>	<p><b>Option 1- By proxy (form of proxy) before the Meeting - the easiest way to vote!</b></p>
<p> Internet</p> <p>Go to <a href="http://www.proxyvote.com">http://www.proxyvote.com</a> and follow the instructions.</p>	<p> Internet</p> <p>Go to <a href="https://www.investorvote.com">https://www.investorvote.com</a> and follow the instructions.</p>
<p> Phone</p> <p>Canada: Call 1-800-474-7493 (English) or 1-800-474-7501 (French) U.S.: Call 1-800-454-8683 and follow the instructions.</p>	<p> Phone</p> <p>Call 1-866-732-VOTE (8683) Toll Free and follow the instructions. You will need your Control Number located in the lower left corner of the proxy form.</p>
<p> Mail</p> <p>Complete, sign, and date your voting instruction form and return it in the prepaid envelope provided.</p>	<p> Mail</p> <p>Complete, sign, and date your form of proxy and return.</p>

If you vote by telephone, do NOT complete or return the voting instruction form. Your voting instruction must be entered by 5:00 p.m. (Eastern) on April 1, 2021.	Computershare must receive your proxy form or you must have voted by telephone or Internet no later than 5:00 p.m. (Eastern) on April 1, 2021.
Most intermediaries allow you to send your instructions as noted above, but has their own process so make sure you follow the instructions on the form. Your intermediary must receive your instructions in enough time to act on them before the April 1, 2021 deadline.	

## HOW TO OBTAIN PAPER COPIES OF THE MEETING MATERIALS

Shareholders may request that paper copies of the Meeting Materials be mailed to them at no cost. Requests may be made up to one year from the date the Circular was filed on SEDAR by contacting Computershare Investor Services Inc. ("Computershare") by telephone at 1-800-564-6253 or by email at [service@computershare.com](mailto:service@computershare.com) or the Bank's Corporate Secretariat's Office at [Corporate\\_Secretariat@lbcfg.ca](mailto:Corporate_Secretariat@lbcfg.ca).

Requests for paper copies may be made using your control number as it appears on your form of proxy or voting instruction form. Please note that if you do request a paper copy, you will not receive another form of proxy or voting instruction form. You should therefore keep the initial form sent to you in order to vote.

Electronic copies of the Circular and the Bank's 2020 Annual Report (the "**Annual Report**"), containing the Audited Consolidated Financial Statements of the Bank for the year ended October 31, 2020 and Management's Discussion and Analysis thereon, (together, the "**Meeting Materials**") may be found on the Bank's website at <https://lbcfg.ca/investors-centre/> or under the Bank's SEDAR profile at [www.sedar.com](http://www.sedar.com).

To request a paper copy **before** the Meeting date, please follow the instructions below. A paper copy will be sent to you within three business days of receiving your request.

Shareholders with a 15-digit control number:	Shareholders with a 16-digit control number:
Toll Free, within North America: 1-866-962-0498 or direct Outside of North America: 514-982-8716	Toll Free, within North America: 1-877-907-7643 Outside of North America: 1-877-907-7643
Enter your Control Number as indicated on your voting instruction form or form of proxy	Enter your Control Number as indicated on your voting instruction form.

To obtain paper copies of the Meeting Materials after the Meeting date, please contact the Bank's Corporate Secretariat's Office at [Corporate\\_Secretariat@lbcfg.ca](mailto:Corporate_Secretariat@lbcfg.ca) or the Bank's Investor Relations Department at [investor.relations@lbcfg.ca](mailto:investor.relations@lbcfg.ca). The Meeting Materials will be sent to you within 10 calendar days of receiving your request.

In order to receive Meeting Materials in advance of the deadline to submit your vote, requests should be received as soon as possible and no later than **March 26, 2021**, in order to allow you sufficient time to receive and review such materials and return the form of proxy or voting instruction form within the prescribed time. Please note that postal delays could cause you to receive the Meeting Materials after the voting deadline and after the date of the Meeting.

You are also encouraged to use electronic delivery (e-delivery) to receive the Bank's other continuous disclosure documents, including the annual financial statements and interim reports.

### Your Vote is Important

As a shareholder, it is important that you read the Circular carefully and then vote your shares. Detailed voting instructions for registered and non-registered or beneficial shareholders are provided under the heading "*How to Vote*" on page 3 of the Circular. We recommend you vote by proxy using the various voting methods provided to ensure your vote is received prior to the Meeting. Your vote must be received by our transfer agent, Computershare **by 5:00 p.m. (Eastern Time) on April 1, 2021**.

### Notice- and- access procedures

The Bank is using "notice-and-access" for delivery of the Meeting Materials in accordance with applicable securities regulations. Notice-and-access allows the Bank to post electronic versions of the Meeting Materials online, rather than mailing paper copies of such materials to shareholders. The notice-and-access mechanism provides quicker access to the Meeting Materials while contributing to environmental protection by reducing tree, water and energy consumption. Shareholders have received a notice in the mail containing instructions on how to access the Meeting Materials and how to request a paper copy of such materials, free of charge, together with a form of proxy or voting instruction form, as the case may be.

### Shareholder Questions and Assistance with Voting

Should you have any questions regarding this notice, the notice-and-access procedures, voting or proxies, you may contact: Computershare by telephone at 1-800-564-6253 or by email at [service@computershare.com](mailto:service@computershare.com) or Kingsdale Advisors, our strategic shareholder advisor and proxy solicitation agent, by telephone at 1-888-518-1561 toll-free in North America +1 416-867-2272 for collect calls outside of North America) or by email at [contactus@kingsdaleadvisors.com](mailto:contactus@kingsdaleadvisors.com).