

INVESQUE INC.
NOTICE OF MEETING OF DEBENTUREHOLDERS

NOTICE IS HEREBY GIVEN that a meeting (the “**Debentureholder Meeting**”) of the holders (the “**Debentureholders**”) of the 5.00% convertible unsecured subordinated debentures due January 31, 2022 (the “**Debentures**”) of Invesque Inc. (the “**Corporation**”) will be held at the offices of the Corporation at 211 West Main Street, Suite 400, Carmel, Indiana on Tuesday, November 2, 2021 at 10:00 a.m. (Eastern Time) for the following purposes:

1. to consider and, if deemed appropriate, to adopt, with or without amendment, an extraordinary resolution (the “**Debentureholder Resolution**”) in the form attached as **Appendix A** to the management information circular (the “**Circular**”) accompanying this Notice of Meeting of Debentureholders, approving certain amendments to the trust indenture dated December 16, 2016 (the “**Indenture**”) between the Corporation and Computershare Trust Company of Canada (the “**Debenture Trustee**”), and authorizing the Debenture Trustee to execute a supplemental trust indenture between the Debenture Trustee and the Corporation embodying such amendments, all as more particularly described in the Circular; and
2. to transact such further or other business as may properly come before the Debentureholder Meeting or any adjournment or adjournments thereof.

The accompanying Circular provides additional information relating to the matters to be dealt with at the Debentureholder Meeting and forms part of this Notice of Meeting of Debentureholders.

The Debentureholder Resolution, if passed by the votes of Debentureholders holding not less than 66⅔% of the principal amount of the Debentures present or represented by proxy at the Debentureholder Meeting, or any adjournment thereof, in accordance with the provisions of the Indenture, will be binding upon the Debentureholders, whether present at or absent from the Debentureholder Meeting. Accordingly, it is important that your Debentures be represented and voted whether or not you plan to attend the Debentureholder Meeting in person.

The Board of Directors of the Corporation has established the record date for the Debentureholder Meeting as the close of business on September 27, 2021 (the “**Record Date**”). Only Debentureholders of record at the close of business on the Record Date will be entitled to notice of the Debentureholder Meeting or any adjournment thereof, and to vote at the Debentureholder Meeting or any adjournment thereof or to appoint or revoke a proxy. No Debentureholder becoming a Debentureholder of record after the Record Date will be entitled to vote at the Debentureholder Meeting or any adjournment thereof. The quorum requirements of the Indenture will be satisfied by the presence in person or by proxy of Debentureholders representing at least 25% of the principal amount of Debentures outstanding on the date of the Debentureholder Meeting. If a quorum is not present in person or by proxy within 30 minutes after the time appointed for the Debentureholder Meeting, the Debentureholder Meeting shall be adjourned to the same day in the next week (unless such day is not a business day in which case it will be adjourned to the next following business day thereafter) at the same time and place and no notice will be required to be given in respect of such adjourned meeting. At the adjourned meeting, the Debentureholders present in person or represented by proxy shall constitute a quorum, even if they hold less than 25% of the outstanding principal amount, and a resolution at such adjourned meeting shall be passed thereat by the affirmative vote of holders of not less than 66 2/3% of the principal amount of the Debentures present or represented by proxy at the meeting.

The Debentures have been issued in the form of a global book-entry only certificate registered in the name of CDS & Co. (“**CDS**”) and, as such, CDS is the sole registered Debentureholder. However, CDS, or its duly appointed proxyholders, may only vote the Debentures in accordance with instructions received from the Beneficial Debentureholders (as defined in the Circular). Beneficial Debentureholders as of the Record Date wishing to vote their Debentures at the Debentureholder Meeting must provide instructions to their broker or other intermediary through which they hold their Debentures in sufficient time prior to the deadline for depositing proxies for the Debentureholder Meeting to permit their broker or other nominee to instruct CDS, or its duly appointed proxyholders, as to how to vote their Debentures at the Debentureholder Meeting.

If you have any questions or require more information with regard to voting your Debentures please contact Investor Relations at ir@invesque.com or 1-317-643-6778.

DATED September 30, 2021.
By order of the Board of Directors
(Signed) “*Scott White*”
Chairman and Chief Executive Officer