PASON SYSTEMS INC.

Notice of Annual General Meeting of Shareholders

The holders of common shares (the “Shareholders”) of Pason Systems Inc. (“Pason”) are invited to our Annual General Meeting of Shareholders (the “Meeting”).

Date and Time

Thursday, April 28, 2022 at 3:30 p.m. (Mountain Standard Time)

Location

The Meeting will be conducted via live audio webcast at meetnow.global/M77P2HM. Additional details on how to access and login to the Meeting will be provided on Pason’s website at www.pason.com.

Items of Business

The following items of business will be addressed at the Meeting:

1. Receive the audited consolidated financial statements and the report of the auditors for the year ended December 31, 2021;
2. Fix the number of directors to be elected at the Meeting at six;
3. Elect the directors of Pason for the ensuing year;
4. Reappoint Deloitte LLP as auditors of Pason for 2022 and authorize Pason’s Board of Directors to fix their remuneration;
5. Conduct a non-binding “say on pay” advisory vote on Pason’s approach to executive compensation; and
6. Transact such other business as may properly come before the Meeting or any adjournment or postponement of the Meeting.

Notice-and-Access

Pason has elected to use the notice-and-access (“Notice-and-Access”) provisions adopted by the Canadian Securities Administrators for delivery of proxy materials to its Shareholders. This will allow Pason to post its Meeting Materials online, which helps reduce the volume of materials and paper to be physically mailed to Shareholders. Shareholders will receive a notification and a form of proxy or voting instruction form enabling them to vote at the Meeting, along with information on how they may access the Meeting Materials.

Meeting Materials

The notice of meeting and management information circular dated March 16, 2022, in respect of the Meeting, and the annual financial statements for the year ended December 31, 2021, along with the related management discussion and analysis (collectively, the “Meeting Materials”) have been posted and are available for review on our website (www.pason.com) and filed on SEDAR (www.sedar.com). Shareholders are encouraged to review the Meeting Materials prior to voting.

Voting

If you are a Shareholder of record of Pason common shares at the close of business on March 16, 2022, you are entitled to receive notice of, attend, and vote at the Meeting or any adjournment or postponement of the Meeting. It is important that your shares be represented at the Meeting and that your wishes on matters for decision at the Meeting be made known to the directors and management of Pason. As such, whether or not you plan to attend the Meeting, we encourage you to vote in accordance with the instructions on the form of proxy or voting instruction form.

Your proxy must be received prior to 3:30 p.m. (MST) on April 26, 2022, or two days (excluding Saturdays, Sundays or statutory holidays) prior to any adjournment of the Meeting.

A recording of the Meeting will be available on our company website after the Meeting.

By order of the Board of Directors of Pason Systems Inc.

Jon Faber, President & Chief Executive Officer
March 16, 2022, in Calgary, Alberta