MPX INTERNATIONAL CORPORATION

NOTICE OF ANNUAL AND GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT the annual and general meeting (the "**Meeting**") of the holders of common shares (the "**Common Shares**") of MPX International Corporation ("**MPXI**" or the "**Corporation**") will be held as a virtual meeting on Friday, July 15, 2022 at 10:00 a.m. (Toronto time) for the following purposes:

1. to receive the Corporation's audited annual financial statements for the financial years ended September 30, 2021, 2020, 2019 and 2018 together with the auditor's report thereon;

2. to elect directors;

3. to appoint the auditors of the Corporation for the ensuing year and to authorize the board of directors of the Corporation to fix the auditor's remuneration; and

4. to transact such further and other business as may properly come before the Meeting or any adjournment or adjournments thereof.

Information relating to the matters to be brought before the Meeting is set forth in the accompanying management information circular (the "**Information Circular**").

The board of directors of the Corporation (the "Board") has fixed Tuesday, May 31, 2022 (the "Record Date") as the record date for the Meeting. Shareholders of record at the close of business on this date are entitled to notice of the Meeting and to vote thereat or at any adjournment(s) or postponement(s) thereof on the basis of one vote for each Common Share held.

The Meeting will be held virtually via the Internet. Shareholders will not be able to attend the Meeting in person.

Registered shareholders and duly appointed proxyholders, including non-registered (beneficial) shareholders who have duly appointed themselves as proxyholders, will be able to attend, participate, vote and submit questions at the Meeting online at https://virtual-meetings.tsxtrust.com/1381. The Meeting password (case sensitive) is "mpx2022". **Beneficial shareholders (being shareholders who hold their shares through a securities dealer or broker, bank, trust company or trustee, custodian, nominee or other intermediary) who have not duly appointed themselves as their proxy will be able to attend the Meeting only as guests. Guests will be able to listen to the Meeting but will not be able to vote or ask questions. Please see the included TSX Trust Virtual Meeting Guide for further instructions.**

The persons named in the enclosed form of proxy are each a director and/or officer of the Corporation. Every shareholder has the right to appoint a person or company (who need not be a shareholder) to represent the shareholder at the Meeting other than the persons designated in the enclosed form of proxy. If the shareholder wishes to appoint a person or company other than the persons whose names are designated in the form of proxy, they may do so by inserting the name of the shareholder's chosen proxyholder in the space provided in the form of proxy.

The Meeting platform is fully supported across browsers and devices running the most updated version of applicable software plugins. You should ensure you have a strong, preferably high-speed, internet connection wherever you intend to participate in the Meeting. The Meeting will begin promptly at 10:00 a.m. (Toronto time) on Friday, July 15, 2022. Online check-in will begin 15 minutes prior, at 9:45 a.m. (Toronto time). You should allow ample time for online check-in procedures.

Registered holders of Common Shares who are unable to attend the Meeting are requested to complete, date and sign the enclosed form of proxy and return it, in the envelope provided, to the Corporation's transfer agent, TSX Trust Company ("**TSX**" or the "**Transfer Agent**"), by delivering the proxy to Proxy Department, TSX Trust Company: (i) by mail to P.O. Box 721, Agincourt, Ontario M1S 0A1; or (ii) by facsimile at (416) 368-2502 or 1 (866) 781-3111; or (iii) by email to proxyvote@tmx.com so that it is received by 10:00 a.m. (Toronto time) on July 13, 2022 (or at least 48 hours prior to the commencement of any reconvened meeting in the event of any adjournment(s) or postponement(s) thereof).

If you are a beneficial holder of Common Shares and received these materials through your broker or through another intermediary, please complete and return the form of proxy or voting instruction form, as the case may be, provided to you in accordance with the instructions provided by your broker or intermediary.

The Corporation has elected to deliver this Notice of Meeting and the accompanying Information Circular and form of proxy (collectively, the "**Meeting Materials**") to shareholders by posting the Meeting Materials on the following website at www.meetingdocuments.com/TSXT/MPXI in accordance with the notice and access notification and a form of proxy or a voting instruction form in the mail so you can exercise your voting rights with respect to your Common Shares. The use of the notice and access procedures under applicable securities laws will reduce the Corporation's printing and mailing costs and is more environmentally friendly by reducing the use of paper. The Meeting Materials will be available on the Corporation's website as of June 15, 2022 and will remain on the website for one (1) full year thereafter. The Meeting Materials will also be available under the Corporation's profile on SEDAR at www.sedar.com as of June 15, 2022.

The notice and access notification contains information on how to obtain electronic and paper copies of the Meeting Materials in advance of the Meeting. Shareholders wishing to receive paper copies of the Meeting Materials can request them from the Corporation by calling TSX Trust Company toll-free in North America at 1-888-433-6443 or 416-682-3801 outside of North America or by email at tsxt-fulfilment@tmx.com. The Corporation will mail paper copies of the Meeting Materials to requesting shareholders at no cost to them within three business days of their request, if such requests are made before the Meeting.

DATED at the City of Toronto, in the Province of Ontario, this 3rd day of June, 2022.

BY ORDER OF THE BOARD OF DIRECTORS

"W. Scott Boyes"

W. Scott Boyes
Chairman, President, Chief Executive Officer and Director