

NOTICE OF SPECIAL MEETING OF SUBSCRIBERS OF HERITAGE GROUP PLAN

NOTICE IS HEREBY GIVEN that a special meeting of the subscribers (the “**Special Meeting**”) of the Heritage Group Plan will be held on **May 6, 2021** on a virtual electronic basis at **10:00 a.m. (EDT)** by way of live webcast at <https://web.lumiagm.com/208354013> for the following purposes:

- to consider and, if deemed appropriate, to pass the resolution, set out in **Schedule “A1”** of the Management Information Circular, a copy of which is available at www.heritagevote2021.ca; and
- to transact such other business as may properly come before the Special Meeting or any adjournment thereof.

Due to the impact of the COVID-19 pandemic and in response to the continued public health measures enacted by the federal and provincial governments, the decision has been made to conduct the Special Meeting in a virtual-only setting. Customers (as defined in the Information Circular under the heading “**Participating and Voting at the Special Meeting**”) and duly appointed proxyholders can attend the virtual Special Meeting at <https://web.lumiagm.com/208354013>, where they can participate, vote or submit questions during the Special Meeting’s live webcast.

To streamline the virtual meeting process, the Heritage Education Foundation **encourages all Customers to vote in advance of the Special Meeting** using the Proxy Form enclosed in the mailing you received prior to the Special Meeting.

DATED at Mississauga, Ontario the 24th day of March, 2021.

BY ORDER OF THE BOARD OF DIRECTORS OF HERITAGE EDUCATIONAL FOUNDATION, SPONSOR OF THE HERITAGE GROUP PLAN

“Donald W. Hunter, Chair”

To participate and vote at the virtual Special Meeting, you must login, using the credentials specified in the Information Circular under the heading of “**Participating and Voting at the Special Meeting**”, and enter your **Control Number** as your Username. Third-party proxyholders must register online at www.computershare.com/KnowledgeFirst before the Special Meeting to receive a unique Username, which will allow the proxyholder to participate and vote.

Please see the **Virtual Meeting Guide** posted on www.heritagevote2021.ca for more information on participating and voting at the Special Meeting.

If you cannot or do not wish to attend the Special Meeting, you can vote in advance of the Special Meeting. To vote in advance of the Special Meeting, choose one of the following methods:

- **Online:** Go to www.investorvote.com and enter the **Control Number** provided in the left-hand corner of the Proxy Form enclosed with the mailing you received. You will be directed to a secure website describing your voting options and giving you the ability to vote. To vote with a smartphone, scan the QR code on the Proxy Form and follow the instructions;
- **By Phone:** Vote by phone by calling **1-866-723-VOTE (8683)**, entering the **Control Number** provided in the left-hand corner of the Proxy Form enclosed with the mailing you received and following the interactive prompts; or
- **By Mail:** Cast your vote on the Proxy Form enclosed with the mailing you received and sign, date and return the form in the Business Reply Envelope enclosed with the mailing you received.

For your advance vote to count at the Special Meeting, your vote must be cast online or by phone or received by mail at Computershare Proxy Department, 135 West Beaver Creek, PO Box 300, Richmond Hill, ON L4B 4R5, **by 10:00 a.m. EDT on Tuesday, May 4, 2021.**