

**Canadian Investor Relations Institute
Virtual Annual Meeting of Members
4:30 pm ET Tuesday, June 22, 2021
Via webcast**

INFORMATION CIRCULAR

INCORPORATION

The incorporation of CIRI in 1997 as a not-for-profit corporation under the Canada Corporations Act established a permanent structure for the organization in anticipation of continuing growth in membership and the truly national scope of CIRI's activities. More importantly, the structure shields members from liability and provides limited liability for directors with respect to the activities of CIRI.

A copy of the National By-laws is available on the organization's website: CIRI.org.

NOTE: Amendments to the By-laws must be approved by the Board of Directors and confirmed by a simple majority of the members at a meeting called for that purpose.

ELECTION OF DIRECTORS

The election of directors is staggered to provide continuity on the Board. The number of directors permitted in the By-law is a maximum of 20 and a minimum of five. The Board of Directors has fixed the number of directors at 14 until the next annual meeting.

The Nominating Committee, whose members are, Ryder McRitchie, David Frost, Denis Jasmin, Yvette Lokker and Nathalie Megann, has recommended the following nominees stand for election as directors based on their knowledge of investor relations and capital markets, leadership capabilities, and on such factors as: geographical diversity of members; market capitalization and industry of corporate members; skills and appropriate representation from the membership.

Please refer to Appendix A for the biographies of those directors being elected for the first time to the National Board.

Returning Directors (requiring election):

- **Rhylin Bailie**, Vice President, Investor Relations, Equinox Gold Corp.
- **Greg Blazina**, Head of Canada, Business Wire
- **Adam Borgatti**, CFA, CPIR, Senior Vice President, Corporate Development & Investor Relations, Aecon Group Inc.
- **Janet Craig**, Executive Director & Practice Leader, Investor Relations, Deloitte Canada
- **Laurie Gaborit**, Consultant & Corporate Director

New Board Nominees (requiring election):

- **Meghan MacNicol**, Director, Corporate Access, TD Securities
- **Claire Mahaney Lyon**, Principal, Real Asset Strategies
- **Ashley Nuell**, Vice President, Investor Relations & Stakeholder Communications, Deloitte Canada
- **Quentin Weber**, Investor Relations, WSP Global Inc.

Returning Directors (not requiring re-election):

- **David Frost**, Partner, McCarthy Tetrault LLP
- **Lisa Greatrix**, Senior Vice President, Investor Relations, Canadian Tire Corporation, Limited

- **Nathalie Megann**, CPIR, Vice President, Investor Relations & Corporate Affairs, Chorus Aviation Inc.
- **Trent Stangl**, President, three dimes inc.

Appointed Directors:

- **Yvette Lokker**, President & CEO, CIRI

Retiring Directors:

- **Mariem Elsayed**, Director, Investor Relations & Public Affairs, Fiera Capital Corporation
- **Denis Jasmin**, Vice President, Investor Relations, SNC-Lavalin Group Inc.
- **Ryder McRitchie**, former Vice President, Capital Markets & Public Relations for Jupiter Resources

APPOINTMENT OF AUDITORS

The Board, on the advice of the Audit Committee, recommends that Norton McMullen & Co. LLP be appointed as auditors. The auditors appointed at the meeting will serve until the end of the next annual shareholder meeting or until their successors are appointed.

We appreciate your support and ask that you return your proxy as soon as possible, by email to proxies@ciri.org no later than 5:00pm (ET) on June 18, 2021.

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APPENDIX A

NEW DIRECTOR NOMINEE BIOS

Meghan MacNicol

Director, Corporate Access
TD Securities

Meghan MacNicol is Vice President, Corporate Access, Institutional Equity Sales and Trading at TD Securities. With more than 3,500 people in 13 offices around the world, TD Securities provides a wide range of capital market products and services to corporate, government and institutional clients in key areas of finance including: Investment and Corporate Banking, Capital Markets, Commodities, Interest Rate, Currency and Derivative Products. Previously, she was the Head of the Canadian Corporate Access Group at RBC Capital Markets, a full-service investment bank that provides a set of products and services to institutions, corporations, governments, and high net worth clients around the world. Meghan obtained her Bachelor of Commerce, Marketing Management degree from Dalhousie University.

Meghan has been a CIRI member since 2014 and is a past CIRI Ontario Chapter Chair as well as a past National Board Member (as Ontario Chair). Meghan has spent the last few years helping to plan the Annual Conference and will be serving as the Conference Co-Chair this year.

Claire Mahaney Lyon

Principal
Real Asset Strategies

Claire Mahaney Lyon is a seasoned real estate investment strategist with deep knowledge of capital markets. Through her company Real Asset Strategies, she develops and executes tailored investor relations and ESG strategies for Canadian commercial real estate companies. Prior to founding Real Asset Strategies, Claire successfully built and led IR and ESG for a \$5 billion Canadian REIT. Previously, as part of the strategy and research team for a Canadian pension fund-owned real estate firm, she created and implemented programs to identify and solve high-risk tenant challenges, rent-paying behaviours and trends. Prior, Claire was a real estate analyst for a \$1.5 billion real estate dedicated mutual fund, analyzing and recommending global real estate investments.

Claire has a B.S.B.A. (Finance and Marketing) from Coastal Carolina University (U.S.), a Masters in Financial Management from the Universitat Politècnica de Catalunya (Spain), is a CFA® charterholder and is pursuing the Fundamentals of Sustainability Accounting from the Sustainability Accounting Standards Board.

Ashley Nuell, CPIR

Vice President, Investor Relations & Stakeholder Communications
Deloitte Canada

Ashley Nuell is a Vice President working in Deloitte's Assurance practice with a focus on Investor Relations and Stakeholder Communications. Ashley is a seasoned IR practitioner with deep expertise in disclosure strategies, valuation analysis, capital markets engagement and company positioning. Prior to joining Deloitte in early 2020, Ashley led high impact IR and ESG initiatives in energy and energy infrastructure for over a decade.

Based in Calgary, Ashley is a leader in the investor relations profession and is a holder of the CPIR (Certified Professional in Investor Relations) designation. She has been a member of CIRI since 2011 and has served on the CIRI Alberta Chapter Executive since 2015.

Quentin Weber

**Investor Relations
WSP Global Inc.**

Quentin Weber joined the investor relations team at WSP Global Inc. in 2019. Headquartered in Montreal, Québec, he oversees the investor relations program and is actively involved in a wide variety of projects. Prior to joining WSP, Quentin was involved in the transfer agency business for eight years.

Quentin holds a Bachelor and Masters Degree in Finance from the University du Québec à Montréal. He is the current CIRI Québec Chair and a member of the Issues Committee.