

**Canadian Investor Relations Institute
Annual Meeting of Members
12:20 pm ET Monday, May 29, 2023
Hilton Toronto**

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 13 until the next annual meeting.

The Nominating Committee, whose members are Adam Borgatti, David Frost, 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 the four directors being elected for the first time to the National Board.

Returning Directors (requiring election):

- **Adam Borgatti**, CFA, CPIR, ICD.D, Senior Vice President, Corporate Development & Investor Relations, Aecon Group Inc.
- **Alison Dvoskin**, CPIR, Director, Investor Relations, Arizona Sonoran Copper Company Inc.
- **Claire Mahaney Lyon**, CFA, President, Real Asset Strategies Inc.
- **Stacey Pavlova**, CFA, Vice President, Investor Relations and Communications, Faraday Copper Corp.
- **Quentin Weber**, CPIR, Senior Advisor, Investor Relations, WSP Global Inc.

New Board Nominees (requiring election):

- **Kevin Hallahan**, Vice President, Marketing & Investor Relations, Linamar Corporation
- **Jennifer McCaughey**, F.CIRI, Director, Investor Relations, Calian Group Ltd.
- **Scott Parsons**, CFA, Senior Vice President, Investor Relations, Alamos Gold Inc.
- **Curtis Pelletier**, Director, Investor Relations, Graham Corporation

Returning Directors (not requiring re-election):

- **David Frost**, Partner, McCarthy Tetrault LLP
- **Lisa Greatrix**, CPA, Board Member, Neighbourly Pharmacy
- **Marc Lepage**, CPIR, Vice President, Business Development, GFG Resources Inc.

Appointed Directors:

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

Retiring Directors:

- **Janet Craig**, Founding Partner, Endeavour IR
- **Laurie Gaborit**, Vice President, Investor Relations, Doré Copper Mining Corp. & Corporate Director
- **Meghan MacNicol**, Director, Corporate Access, TD Securities
- **Nathalie Megann**, CPIR, former Vice President, Investor Relations & Corporate Affairs, Chorus Aviation Inc.
- **Ashley Nuell**, CPIR, Senior Director, Investor Relations, Westport Fuel Systems Inc.

APPOINTMENT OF AUDITORS

On the advice of the Audit Committee, the Board recommends that Norton McMullen & Co. LLP be appointed 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 May 26, 2023.

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APPENDIX A

NEW DIRECTOR NOMINEE BIOS

Kevin Hallahan

**Vice President, Marketing & Investor Relations
Linamar Corporation**

Kevin has 25 years of experience in the auto parts manufacturing sector. He joined Linamar Corporation, a midcap TSX traded issuer with revenues of \$7-\$8B CAD. in 2009. Since 2019, Kevin has been the senior IRO at Linamar. For much of that time, he was also the M&A lead for Linamar acting in a dual role with much interaction on capital market matters. Kevin's involvement in the IR function began in the year 2016 in a support capacity while also working primarily as the company's Director of Marketing and on other various corporate strategy projects. Kevin has worked in Marketing, Sales, Strategy Development and M&A. This includes a two-year post-acquisition Integration Lead assignment (Linamar's acquisition of MacDon in 2018) as well as leading the company through its most recently completed acquisition (Linamar's acquisition of Salford Group in 2022). As the voice of the shareholder, Kevin has been the primary internal advocate for ESG and Sustainability matters.

In addition to the practical experience mentioned, Kevin also possesses a professional financial designation, having obtained a CMA in 2011 (currently known as CPA, CMA).

Jennifer McCaughey, F.CIRI

**Director, Investor Relations
Calian Group Ltd.**

Jennifer is an IR professional with over 25 years of experience. Jennifer has held investor relations roles in several public corporations, including TC Transcontinental, Bombardier, Resolute Forest Products and more recently, Calian. Jennifer has also done investor relations consulting for several clients, such as Uni-Select, Stella-Jones, MTY Group, Supremex, Goodfood and BRP. At the start of her career, Jennifer was a sell-side analyst at Cormark Securities (Sprott Securities) and worked in financial consulting at Deloitte and Arthur Andersen.

Jennifer has a well-rounded IR experience including three realms: public company IRO, IR consulting and sell side. Jennifer has an in-depth knowledge of capital markets and holds a CFA designation. Over the years, Jennifer was nominated three times for best investor relations in Canada by IR Magazine (2009-2011-2012). She has also been heavily involved in CIRI over the years. She was a Board member of CIRI Quebec for six years (2010-2016), including two years as President (2012-2014) and currently serves on the CIRI Issues Committee since 2019.

Jennifer was presented with the Belle Mulligan Award for Leadership in Investor Relations by CIRI (2014) and was recently named CIRI Fellow in 2021.

Scott Parsons, CFA

**Senior Vice President, Investor Relations
Alamos Gold Inc.**

Scott has nearly 20 years of capital markets, finance and investor relations experience, primarily in the mining industry. This includes 10 years working in Investor Relations at Alamos Gold where he was appointed Vice President, Investor Relations in 2015, and Senior Vice President, Investor Relations since the start of 2023. Over this time, Scott has overseen all of Alamos Gold's investor relations activities as well as contributing to several other areas of the Company, including serving as a member of its corporate development committee. Prior to joining Alamos Gold, Scott was an Equity Research Associate and Analyst in the mining group at TD Securities.

Scott and Alamos Gold have been shortlisted for a number of IR Magazine Awards – Canada since 2016 including being the recipient of Best Overall Investor Relations (small cap) in 2016, and joint winner of Best in Sector – Materials in 2023. He has been an active CIRI member since 2013 and participated in multiple panel presentations, as well as a fireside chat (IR as a Strategic Advisor) over the past three years.

Curtis Pelletier

**Director, Investor Relations
Graham Corporation**

Based in Calgary, Curtis is the Director of Investor Relations at Graham Construction. Curtis has over a decade of experience in corporate communications, capital markets and regulatory disclosure across a broad range of industries. Prior to joining Graham, he held various investor relations positions with publicly listed companies in the Alberta market. He holds a Bachelor of Applied Communications – Public Relations Degree and a Technical Writing Certificate from Mount Royal University.

Curtis is passionate about giving back to the community. His volunteer efforts are focused on teaching financial literacy through Junior Achievement (JA) and professional mentorship through the Canadian Investor Relations Institute (CIRI). Curtis has been a CIRI member since 2009 and previously served for seven years as a Board member at large and as the Membership & Mentorship Chair with the CIRI Alberta Chapter. Curtis is currently the Co-Chair of CIRI's 2023 Annual Conference and the Chair of the CIRI Alberta Chapter.