



# 27<sup>th</sup> Annual General Meeting of Shareholders

**Saturday, September 17, 2022, at 9:30 a.m.**

Shareholders of record and duly appointed and registered proxyholders will be able to attend the meeting in person at the Salon International of the Centre Mont-Royal at 2200 Mansfield Street, Montreal, Québec H3A 3R8, or via Live Webcast. For more information on how to attend and vote at the meeting via Live Webcast, they must follow the instructions, “How to attend the AGM and exercise my right to vote”, on Fondaction’s website at [www.fondaction.com/aga](http://www.fondaction.com/aga).

---

The health and safety of our shareholders, employees and stakeholders are our priority. While we would prefer to hold our Annual General Meeting in person and via Live Webcast simultaneously, we may consider holding it only via Live Webcast in the event of any possible changes to protocols recommended by public health officials due to the unpredictable nature of the COVID-19 pandemic. Prior to the meeting, please visit our website at [www.fondaction.com/aga](http://www.fondaction.com/aga) for the most up-to-date information on how to attend the meeting.

---

This notice is a short summary of the complete text of the Notice of Meeting and Information to Shareholders document relating to the Annual General Meeting of Shareholders of Fondaction, le Fonds de développement de la Confédération des syndicats nationaux pour la coopération et l’emploi, to be held on September 17, 2022.

No English version of the Notice of Meeting and Information to Shareholders document has been enclosed. Please refer to the French version of such document for full details concerning the meeting.

## **Information documents**

If you wish to receive a copy of the information documents (in French), please fill out and return the reply card on page 18 of the attached Notice of Meeting (in French).

# Agenda

1. Opening of the meeting
2. Reading of the Notice of Meeting
3. Adoption of the minutes of the last Annual General Meeting of Shareholders
4. Presentation of the Annual and Sustainable Development Report for the fiscal year ended May 31, 2022 (Part I):
  - Report of the Chair of the Board, Caroline Senneville
  - Report of the President and CEO, Geneviève Morin
  - Financial position and operating results as at May 31, 2022
5. Appointment of the independent auditor and authorization to the Board of Directors to set its remuneration
6. Election to positions Nos. 9 and 10 on the Board of Directors
7. Approval of By-law No. 8 amending the General By-laws
8. Ratification of By-Law No. 9 amending the General By-laws
9. Annual and Sustainable Development Report (Part II)
10. Consideration of any other items that may properly be brought before the meeting
11. Close of the meeting

## **Appointment of the independent auditor and authorization to the Board of Directors to set its remuneration**

At the meeting, shareholders shall appoint the independent auditor to hold office until the next annual general meeting of shareholders and authorize the Board of Directors to set its remuneration. The independent auditor is currently Deloitte LLP.

## **Election to two positions on the Board of Directors**

Two persons shall be elected from among the shareholders for a two-year term to the Board of Directors. The persons elected will remain in their positions until their term expires or a successor is elected or appointed. In accordance with Fondation's nomination procedure, shareholders may submit their nomination for one of these positions by 5:00 p.m. on Friday, August 26, 2022. The incumbents of these positions, Mr. Michel Tremblay and Mr. Michel Tétreault, are eligible for re-election.

## **Nomination process**

You will find all the relevant information pertaining to the nomination process on Fondation's website at [www.fondaction.com/aga](http://www.fondaction.com/aga). In the absence of a candidate who meets the established criteria, the chair of the meeting may call on the attendees to submit nominations. Shareholders proposed for nomination must signify their acceptance to the chair of the meeting.

The Board of Directors has agreed as a general approach that it would not make a formal recommendation at annual general meetings regarding elections.

## **By-laws Nos. 8 and 9 amending the general by-laws**

On May 11, 2022, Fondation's Board of Directors passed amendments to the General By-laws of Fondation in order to confer power on Fondation to hypothecate its property (By-law No. 8) and to provide for the possibility of holding a general or special meeting of shareholders virtually (By-law No. 9). Pursuant to the provisions of the *Companies Act* (Québec), By-law No. 8 shall be submitted to the meeting for approval by two-thirds (2/3) of the votes cast, and By-law No. 9 shall be submitted to the meeting for ratification by a majority of the votes cast. For more details, please refer to the Notice of Meeting and Information to Shareholders (in French) on Fondation's website at [www.fondaction.com/aga](http://www.fondaction.com/aga).