

## NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

The annual general meeting (the “**Meeting**”) of the shareholders of EMERGE Commerce Ltd. (“**Emerge**” or the “**Corporation**”) will be held at the offices of the Corporation at 180 John Street, Unit 329, Toronto, Ontario on June 29, 2026, at 1:00 p.m. (Toronto Time) for the following purposes:

1. to receive the audited financial statements of the Corporation for the year ended December 31, 2025, together with the auditors’ report thereon;
2. to elect three directors of the Corporation for the ensuing year;
3. to re-appoint MNP LLP, Chartered Professional Accountants, as auditors of the Corporation for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditors; and
4. to transact any other business that may properly come before the Meeting or any adjournment of the Meeting.

All matters set forth above for consideration at the Meeting are more particularly described in the accompanying management information circular of the Corporation (the “**Information Circular**”).

The Corporation is using the notice-and-access provisions (“**Notice and Access**”) under the Canadian Securities Administrators’ National Instrument 54-101 for the delivery of its Information Circular to its shareholders for the Meeting. Under Notice and Access, instead of receiving paper copies of the Information Circular, shareholders will be receiving a Notice and Access notification with information on how they may obtain a copy of the Information Circular electronically or request a paper copy. Registered shareholders will still receive a proxy form (the “**Proxy**”) enabling them to vote at the Meeting. The use of the alternative Notice and Access procedures in connection with the Meeting helps reduce paper use, as well as the Corporation’s printing and mailing costs. The Corporation will arrange to mail paper copies of the Information Circular to those registered shareholders who have existing instructions on their account to receive paper copies of the Corporation’s meeting materials. In order to receive a paper copy in time to vote before the meeting, your request should be received by June 22, 2026.

The Information Circular and other Meeting materials will be available on Odyssey Trust Company’s website at [odysseytrust.com](http://odysseytrust.com) as of May 29, 2026, and will remain on the website for one full year thereafter. Meeting materials are also available upon request, without charge, by email at [shareholders@odysseytrust.com](mailto:shareholders@odysseytrust.com) or by calling toll free at 1-888-290-1175 (Canada and U.S.A.), or can be accessed online under the Corporation’s profile on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca), as of May 29, 2026.

Only shareholders of record at the close of business on May 15, 2026, will be entitled to receive notice of, and to vote at, the Meeting or any adjournment thereof. Shareholders who are unable to or who do not wish to attend the Meeting are requested to date and sign the Proxy promptly and return it, either in the self-addressed envelope provided for that purpose or by any of the other methods indicated in the Proxy. To be used at the Meeting, proxies must be received by 1:00 p.m. (Toronto time) on June 25, 2026, or, if the Meeting is adjourned, by no later than 48 hours (excluding Saturdays, Sundays and holidays) before the time the Meeting is reconvened, or may be accepted by the chair of the Meeting prior to the commencement of the Meeting. If a registered shareholder receives more than one Proxy because such shareholder owns shares registered in different names or addresses, each Proxy should be completed and returned.

**By Order of the Board of Directors**

*“Ghassan Halazon”*

**Ghassan Halazon**

Director, President and CEO

EMERGE Commerce Ltd.

May 15, 2026