

Working Opportunity Fund (EVCC) Ltd.

Notice of Annual and Special Meeting

The annual and special meeting of the shareholders of Working Opportunity Fund (EVCC) Ltd. (“WOF” or the “Fund”) will be held on May 18, 2021 at 5:00 p.m. (Pacific Time) (the “**WOF Shareholder Meeting**”) in a virtual format to deal with the following matters:

1. to receive the Fund’s Annual Report;
2. to approve, by ordinary resolution, the appointment of KPMG LLP as auditors of the Fund, and to authorize the directors to determine their remuneration;
3. to elect, by ordinary resolution, two directors;
4. to approve, by special resolution, the capitalization of sufficient amounts of the Fund’s 2021 earnings so as to minimize the income taxes payable by the Fund, as more particularly described in the accompanying Management Information Circular (the “**Circular**”);
5. to consider and, if deemed appropriate, pass a special resolution of all shareholders, and separately by holders of each of the Balanced Shares (series 1), Balanced Shares (series 2) and Commercialization Shares (series 2), approving the arrangement under Part 9, Division 5 of the *Business Corporations Act* (British Columbia), as more particularly described in the Circular; and
6. to transact any other business as may properly come before the annual and special meeting and any adjournments thereof.

A copy of this notice, together with the Circular and form of proxy that accompany this notice, are being sent to each shareholder and the directors and auditors of the Fund.

Virtual WOF Shareholder Meeting

Under current public health authority orders in British Columbia, due to COVID-19, indoor, in person gatherings of more than 10 people are not permitted. Accordingly, WOF will be conducting the WOF Shareholder Meeting virtually to give all shareholders an equal opportunity to participate, regardless of their geographic location or the particular constraints, circumstances or risks that they may be facing as a result of COVID-19. Shareholders will not be able to attend the WOF Shareholder Meeting physically. Shareholders, and their duly appointed proxyholders will be able attend the WOF Shareholder Meeting virtually at <https://web.lumiagm.com/416472061> where they can participate, vote, or submit questions during the meeting’s live webcast.

It should be noted that the vast majority of our shareholders typically vote in advance by proxy and are encouraged to continue to do so via the various channels outlined in the Circular. The virtual WOF Shareholder Meeting does not change voting by proxy. However, those that wish to participate in the virtual WOF Shareholder Meeting are encouraged to carefully read the instructions in the Circular and in particular the procedures for attending and appointing a person to act as your proxy holder.

DATED this 14th day of April, 2021.

BY ORDER OF THE BOARD

(signed) Cindy Oliver
Chair