

## **NOTICE OF SPECIAL MEETING OF SHAREHOLDERS**

**Take Notice** that the special meeting (the “Meeting”) of holders (“Shareholders”) of common shares (“Shares”) of LifeWorks Inc. (the “Company”) will be held on August 4, 2022, at 9:00 a.m. (Toronto time). The Meeting will be a virtual meeting conducted via live audio webcast. Shareholders can access the meeting by visiting [www.virtualshareholdermeeting.com/LWRKSM2022](http://www.virtualshareholdermeeting.com/LWRKSM2022). The purpose of the Meeting is as follows:

- 1) to consider, pursuant to an interim order of the Ontario Superior Court of Justice (Commercial List) dated July 6, 2022, as the same may be amended, modified or varied (the “Interim Order”), and, if thought advisable to pass, with or without variation, a special resolution (the “Arrangement Resolution”) to approve a proposed plan of arrangement involving the Company and TELUS Corporation, pursuant to Section 182 of the *Business Corporations Act* (Ontario) (the “Arrangement”). The full text of the Arrangement Resolution is set forth in Appendix “B” to the accompanying management information circular (the “Circular”); and
- 2) to transact such other business as may properly come before the Meeting or any adjournment or postponement thereof.

The Company has fixed July 4, 2022 as the record date for determining those Shareholders entitled to receive notice and to vote at the Meeting. Only persons who were Shareholders as of the close of business on July 4, 2022 will be entitled to receive notice of, and to vote at, the Meeting. The Circular provides additional information relating to the matters to be dealt with at the Meeting and forms part of this Notice.

The Meeting will be held virtually via the internet. Shareholders who choose to attend the Meeting will do so by accessing a live audio webcast of the Meeting via the internet. Shareholders and duly appointed Proxyholders can access the Meeting by visiting [www.virtualshareholdermeeting.com/LWRKSM2022](http://www.virtualshareholdermeeting.com/LWRKSM2022). At this website, Shareholders will be able to listen to the Meeting live, submit questions and submit their vote while the Meeting is being held. We believe hosting the Meeting virtually will enable increased Shareholder attendance from different geographic locations and will encourage more active Shareholder engagement and participation at the Meeting. Please see “General Information Concerning the Meeting and Voting” below for more information.

If you are unable to attend the Meeting or if you wish to vote in advance of the Meeting, please carefully follow the instructions on the proxy or voting instruction form. Only registered Shareholders and duly appointed Proxyholders may attend and vote at the Meeting. Shareholders who hold their Shares with a broker, investment dealer, bank, trust company or other intermediary who wish to vote at the Meeting must carefully follow the instructions provided by their intermediary. For information with respect to Shareholders who own their Shares through an intermediary, see “General Information Concerning the Meeting and Voting – Information for Beneficial Holders of Securities” in the Circular. In order to be effective, proxies must be received by the Chair of the Meeting no later than 5:00 p.m. (Toronto time) on August 2, 2022. Note that the deadlines set by your intermediary for submitting your form of proxy or voting instruction form may be earlier than the time and date described above. If you are attending the Meeting, please log in to the virtual meeting in advance to ensure that your vote will be counted.

Time is of the essence. It is recommended that you vote by telephone or internet to ensure that your vote is received before the Meeting. To cast your vote by telephone or internet, please have your form of proxy or voting instruction form on hand and carefully follow the instructions contained therein. You may also vote by mail by completing, dating and signing the enclosed form of proxy or voting instruction form and return it in the envelope provided for that purpose. To be valid, proxies must be received before 5:00 p.m. (Toronto time) on August 2, 2022 or, if the Meeting is adjourned or postponed, 48 hours (excluding Saturdays, Sundays and holidays) before any reconvened meeting, or be deposited with the Chair of the Meeting prior to the commencement of the Meeting or any reconvened meeting. **Late proxies may be accepted or rejected by the Chair of the Meeting at his or her sole discretion. The Chair of the Meeting is under no obligation to accept or reject any particular late proxy. The time limit for deposit of proxies may be waived or extended by the Chair of the Meeting at his or her discretion, without notice.**

A Shareholder who is unable to be present at the Meeting and who wishes to appoint some other person (who need not be a Shareholder) to represent them at the Meeting, may do so either by inserting the name of the chosen Proxyholder and providing a unique appointee identification number for their appointee to access the virtual Meeting, either online at [proxyvote.com](http://proxyvote.com) using the 16-digit control number provided, or using the enclosed form of proxy or voting instruction form and returning the completed proxy in the pre-addressed return envelope provided for that purpose, to Broadridge Investor Communications Corporation no later than 5:00 p.m. (Toronto time) on August 2, 2022. You **must** provide your appointee with the exact name and eight-character appointee identification number to access the Meeting. Appointees can only be validated at the virtual Meeting using the exact name and eight-character appointee identification number you enter.

**If you do not create an eight-character appointee identification number, your appointee will not be able to access the virtual Meeting.**

Pursuant to the Interim Order, registered Shareholders as of the record date have been granted the right to dissent in respect of the Arrangement and, if the Arrangement becomes effective and such dissent rights are validly exercised, to be paid an

amount equal to the fair value of their Shares. This dissent right, and the procedures for its exercise, are described in the Circular under "General Information Concerning the Meeting and Voting – Dissent Rights of Shareholders". Failure to comply strictly with the dissent procedures described in this Circular will result in the loss or unavailability of any right to dissent. Persons who are beneficial owners of Shares registered in the name of an intermediary who wish to dissent should be aware that only registered Shareholders as of the record date are entitled to dissent. All Shares are held in book-entry form in the name of CDS & Co. and, as such, CDS & Co. is the sole registered holder of the Shares. Accordingly, a beneficial owner of Shares desiring to exercise this right must make arrangements for the Shares beneficially owned by such Shareholder to be registered in the Shareholder's name prior to the time the written objection to the Arrangement Resolution is required to be received by the Company or, alternatively, make arrangements for the registered holder of such Shares to exercise such right to dissent on the Shareholder's behalf. It is strongly suggested that any Shareholder wishing to dissent seek independent legal advice, as the failure to comply strictly with the provisions of the *Business Corporations Act* (Ontario), as modified by the Interim Order, the Final Order and the Plan of Arrangement (as such term is defined in the Circular), will result in the loss or unavailability of any right to dissent.

If you have any questions or need assistance in your consideration of the Arrangement or with the completion and delivery of your proxy, please contact the Company's proxy solicitation agent, Kingsdale Advisors, by email at [contactus@kingsdaleadvisors.com](mailto:contactus@kingsdaleadvisors.com) or by telephone at 1-888-211-5159 (North American Toll-Free), or 1-416-867-2272 (Collect calls outside North America). If you have any questions about submitting your Shares for the Arrangement, including with respect to completing the Letter of Transmittal and Election Form, please contact Computershare Investor Services Inc., who is acting as depository under the Arrangement, toll free at 1-800-564-6253 (North America) or 1-514-982-7555 (outside North America), or by email at [corporateactions@computershare.com](mailto:corporateactions@computershare.com).

**Dated** at Toronto, Ontario, this 6<sup>th</sup> day of July, 2022.

**By Order of the Directors of LifeWorks Inc.**

A handwritten signature in cursive script that reads "S. Marsh".

Susan Marsh, Corporate Secretary  
LifeWorks Inc.