

NOTICE OF SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that a special meeting (the “**Meeting**”) of the shareholders (the “**Shareholders**”) of Carmanah Technologies Corporation (“**Carmanah**” or the “**Company**”) will be held at 250 Bay Street, Victoria, British Columbia, V9A 3K5 at 8:30 a.m. (Pacific time), on January 22, 2019, for the following purposes:

1. to consider, and if thought advisable, to pass, with or without variation, a special resolution to approve a divestiture of a significant portion of the assets of the Company that, for corporate law purposes, constitutes the sale of all or substantially all of the assets of the Company to SPX Corporation (the “**Asset Sale Transaction Resolution**”). Such assets include all of the issued and outstanding equity interests of each of Sabik Oy, a Finnish limited company, Sabik Oü, an Estonian private limited company, Sabik PTE Ltd., a Singaporean private limited company and Sabik Ltd., an United Kingdom private limited company, and their respective assets, the business and assets of the Company’s Airfield Ground Lighting business and its Aviation Obstruction Lighting business as well as some miscellaneous business assets that support the businesses to be sold, in accordance with the *Business Corporations Act* (British Columbia) (“**BCBCA**”). The full text of the Asset Sale Transaction Resolution is set forth in Schedule 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 thereof.

The Circular includes more detailed information relating to the matters to be considered at the Meeting.

The record date for determining the Shareholders entitled to receive notice of and to vote at the Meeting is the close of business on December 14, 2018.

If you are a *registered shareholder* of the Company and are unable to attend the Meeting in person, please date and execute the accompanying form of proxy (the “**Form of Proxy**”) for the Meeting and deposit it with Computershare Investor Services Inc. (“**Computershare**”) at 100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2Y1, Attention: Proxy Department, before 8:30 a.m. (Pacific time), on January 18, 2019, or no later than 48 hours (excluding Saturdays, Sundays and holidays) before to any adjournment of the Meeting.

If you are a *non-registered shareholder* of the Company and receive these materials through your broker or another intermediary, please complete and return the request for voting instructions in accordance with the instructions provided to you by your broker or such other intermediary. Non-registered shareholders may need to act well in advance to the applicable deadline in order to deliver the voting instructions to their intermediary by the deadline. ***Failure to do so will result in your common shares in the Company (“Carmanah Shares”) not being eligible to be voted by proxy at the Meeting.***

Registered Shareholders have the right to dissent in respect of the Asset Sale Transaction Resolution and to be paid the fair value of their Carmanah Shares in accordance with the provisions in Sections 237 to 247 of the BCBCA. These rights are described in the accompanying Circular and the text of Sections 237 to 247 of the BCBCA is set forth in Schedule C to the Circular.

Your vote is very important, regardless of the number of shares that you own. Whether or not you expect to attend the Meeting in person, we encourage you to vote your Form of Proxy or voting instruction forms, as applicable, as promptly as possible to ensure that your vote will be counted at the Meeting.

The Board of Directors unanimously recommends that the Shareholders vote FOR the Asset Sale Transaction Resolution.

DATED at Victoria, British Columbia as of the 20th day of December, 2018.

BY ORDER OF THE BOARD OF DIRECTORS

(signed) John Simmons

John Simmons
Chief Executive Officer