

CFA SOCIETY WINNIPEG

Founded 1952

AFFILIATED WITH THE CFA INSTITUTE

NOTICE OF ANNUAL GENERAL MEETING OF MEMBERS

NOTICE IS HEREBY GIVEN that the Annual General Meeting (the "Meeting") of the members (the "Members") of the CFA Society Winnipeg (the "Society") will be held Virtually via Zoom link at 12:00 p.m. 15th day of August 2024. (Central Standard Time) for the following purposes:

- 1) to approve the minutes from the 2023 Annual General Meeting;
- 2) to receive the report of the directors to the Members;
- 3) to receive the financial statements of the Society for the fiscal year ended May 31, 2024;
- 4) to elect the Officers of the Society;
- 5) to elect the Directors of the Society;
- 6) to appoint MNP LLP., as accountant of the Society for the ensuing year; and
- 7) to transact such other business as may properly be brought before the Meeting.

Only regular Members in good standing of the Society are entitled to receive notice of and to vote at the Meeting.

Members are requested to complete, date, and sign the electronic proxy available at the following link: [ONLINE PROXY](#) or print and return the accompanying form of proxy for use at the Meeting whether or not you are able to attend personally. In order to be effective, proxies must be delivered or sent by mail, email or facsimile to: Jeff Shek, CFA - CFA Society Winnipeg, P.O Box 2684, Winnipeg, Manitoba, R3C 4B3, email: info@cfawinnipeg.ca before 10:00 a.m. (Central Standard Time) on the 15th day of August 2024 or delivered to the Chairman of the Meeting prior to the commencement of the Meeting.

DATED at Winnipeg, Manitoba, as of this, 31st day of July 2024.

By Order of the Board of Directors of the CFA Society Winnipeg

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MANAGEMENT INFORMATION CIRCULAR

Unless otherwise provided, the information herein is given as of July 31, 2024.

SOLICITATION OF PROXIES

This Management Information Circular is being furnished to the regular members in good standing (the "Members") of the CFA Society Winnipeg (herein, referred to as the "Society") in connection with the solicitation of proxies by the Nominating Committee of the Board (the "Nominating Committee") for use at the Annual General Meeting (the "Meeting") of members to be held on Thursday August 15, 2024 at 12:00 p.m. (Central Daylight Time) via Zoom Webinar. The solicitation will be by e-mail.

PARTICULARS OF MATTERS TO BE ACTED UPON AT THE MEETING

Election of Directors & Officers for 2024-2025

As provided in the bylaws of the Society (the "Bylaws"), officers and directors shall be elected annually for a period of one (1) year. The President and Vice President will be elected for a two (2) year term.

According to the bylaws, the Board shall consist of at least seven (7) directors. The Nominating Committee has set the number of directors to be elected at eleven (11).

At the last annual meeting on July 18, 2023, the following officers were elected by the membership to commence a two-year term, and as such, do not require re-election from the members at the 2024 annual meeting:

Name	Officer Since	Primary Occupation	Current Position with the Society	2nd Year Term in Office
Brendan Hargrave, CFA	2017	Senior Director - Portfolio Management & Trading, Bond Investments, Canada Life	President	President
Ayodeji (Deji) Aremu, CFA	2023	Associate Portfolio Manager Mackenzie Investments	Vice President	Vice President

Election of Officers

The Members will be asked to pass an ordinary resolution at the Meeting to elect the nominees whose names are set forth in the table below to the office listed beside each nominee's name. Each nominee elected will hold such office until the next annual meeting of the Members or until his or her successor is duly elected or appointed, unless his or her office is vacated earlier in accordance with the Bylaws.

The Nominating Committee intends to nominate each of the following persons for election as an officer:

Name	Officer Since	Primary Occupation	Current Position with the Society	Office to be Nominated for Election
Chumeng (Mya) Feng, CFA	2023	Director of Finance, Norima Consulting Inc.	Treasurer	Treasurer
Jeff Shek, CFA	2022	Manager of Finance, Richardson International	Secretary	Secretary

Pursuant to the Bylaws, the President, Vice President, Secretary, Treasurer and, if available and willing to serve, the Past President of the Society will be ex officio directors of the Society. Accordingly, the nominees set out immediately above, if elected, along with Past President Emily Burt, CFA, will also serve as directors of the Society.

Election of Directors

The Members will be asked to pass an ordinary resolution at the Meeting to elect, as directors, the nominees whose names are set forth in the table below. Each nominee elected will hold office until the next annual meeting of the Members, or until his or her successor is duly elected or appointed, unless his or her office is vacated earlier in accordance with the Bylaws. Under the Bylaws, the President, Vice President, Treasurer and Secretary are entitled to serve as ex officio members of the Board.

The Nominating Committee intends to nominate each of the following persons for election as a director:

Name	Director Since	Primary Occupation	Current Position with the Society	Office to be Nominated for Election
Karanbir (Harry) Singh, CFA	2023	Associate, RBC PH&N Investment Counsel	Programming Chair	Programming Chair
André Cadieux, CFA	2023	Director, Mortgage Operations, IG Wealth Management	Membership Chair	Membership Chair
Wilmar Ariza, CFA	2022	Derivatives Consultant, Canada Life	Education Co-Chair, University Relations	Education Co-Chair, University Relations
Ying Zhang, CFA	2020	Assistant Professor of Finance, Asper School of Business, University of Manitoba	Education Co-Chair, University Relations (Ethics Challenge)	Education Co-Chair, University Relations (Ethics Challenge)
Ryan Kehler, CFA	2022	Associate Director, Bond Investments, Canada Life	Candidate Relations Chair	Candidate Relations Chair
Sid Dewan, CFA	2019	Associate Director, Real Estate & Construction Services, Royal Bank of Canada	Public Relations & Awareness Chair	Public Relations & Awareness Chair
Yongli Yang, CFA	n/a	Manager, Finance, IG Wealth Management	n/a	Advocacy Chair

The Nominating Committee of the Society is not aware that any of the above nominees for directors or officers will be unable or unwilling to serve as a director or to assume the office for which they are to be nominated and elected.

However, should the Board become aware of such an occurrence before the election of the directors or officers takes place, the discretionary authority granted under the form of proxy enclosed may be used to vote such proxies for any substitute nominee or nominees whom, or for such other office which, the Board, in their discretion, may choose.

VOTING MEMBERS

As of May 31, 2024, the Society has 352 regular members. Regular members are entitled to one vote, exercisable in person or by proxy, at the Meeting. Affiliate members are not entitled to vote at the Meeting.

FURTHER INFORMATION REGARDING THE DIRECTORS, OFFICERS AND NOMINEES

The Society is operated as a volunteer organization. None of the directors or officers of the Society, the proposed nominees for election as a director or officer, nor any of their associates or affiliates:

- (1) Has received any salary or other remuneration from the Society at any time in the last fiscal year;
- (2) Is or has been indebted to the Society at any time in the last fiscal year;
- (3) Has any material interest, direct or indirect, in any transaction in the last fiscal year of the Society or in any proposed transaction which, in either case, has materially affected or will materially affect the Society; or
- (4) Has any material interest, direct or indirect, in any matter to be acted upon at the Meeting other than as disclosed elsewhere in this Management Information Circular.

GENERAL PROXY INFORMATION

Appointment and Revocation of Proxies

The persons named in the enclosed form of proxy for use at the Meeting are directors of the Society. A Member has the right to appoint a person other than the persons named in the enclosed form of proxy, who need not be a Member, to attend and act as proxy holder on the Member's behalf at the Meeting. If a Member does not wish to appoint either person so named, the Member should strike out the names of the proxy holders so indicated and insert in the blank space provided the name and address of the person whom the Member wishes to appoint as proxy holder.

A Member who has given a proxy may revoke it by: a) signing a proxy bearing a later date and depositing it as provided under "Deposit of Proxy" below; b) signing and dating a written notice of revocation and delivering that notice to the registered office of the Society at any time prior to the Meeting or to the Chairman of the Meeting on the day of the Meeting; c) attending the Meeting and voting in person; or d) any other manner permitted at law. Any such revocation will have an effect only in respect of those matters upon which a vote has not already been cast pursuant to the authority conferred by a previously deposited proxy.

Voting by Proxy

A proxy in the form enclosed will confer discretionary authority on the proxy holder named therein with respect to the matters identified in the enclosed Notice of Annual General Meeting and in the form of proxy for which no choice is specified (and with respect to amendments and variations thereto and any other matter that may properly be brought before the Meeting).

If the Member provides specific instructions as to voting indicated on a proxy in the enclosed form, that proxy will be voted for or withheld from voting in accordance with the instructions of the Member on any ballot that may be called for.

- ❖ **If no choice is specified by a Member in a proxy in the form enclosed and one of the persons named in the enclosed form of proxy is appointed as proxy holder, the proxy will be voted FOR each of the matters identified in the proxy.**

Amendments or Variations and Other Matters

Management of the Society is not aware of any amendments to or variations of any of the matters identified in the enclosed Notice of the Annual General Meeting or of any other matter which may be brought before the Meeting. However, a proxy in the form enclosed will confer discretionary authority upon a proxy holder named therein to vote on any amendments to or variations of any of the matters so identified and on any other matter which may properly be brought before the Meeting in respect of which such proxy has been granted.

Validity of Proxy

A form of proxy will not be valid unless it is dated and signed by the Member. A vote cast in accordance with the terms of a proxy will be valid notwithstanding the previous death, incapacity, or bankruptcy of the Member on whose behalf the proxy was given or the revocation of the appointment, unless written notice of such death, incapacity, bankruptcy or revocation is received by the Chairman of the Meeting at any time before the vote is cast.

Deposit of Proxy

Members are requested to complete, date, and sign the electronic proxy available at the following link: [ONLINE PROXY](#) or print and return the accompanying form of proxy for use at the Meeting whether or not you are able to attend personally. In order to be effective, proxies must be delivered or sent by mail, email or facsimile to: Jeff Shek, CFA - CFA Society Winnipeg, P.O Box 2684, Winnipeg, Manitoba, R3C 4B3, email: info@cfawinnipeg.ca before 10:00 a.m. (Central Standard Time) on the 15th day of August, 2024 or delivered to the Chairman of the Meeting prior to the commencement of the Meeting.

Approval of Circular

The contents and sending of this Management Information Circular have been approved by the Board.

By Order of the Board of Directors of the CFA Society Winnipeg

Brendan Hargrave, CFA
President