



## MINUTES OF THE SPECIAL MEETING OF COMMON SHAREHOLDERS OF LAURENTIAN BANK OF CANADA (THE "BANK") HELD ON FEBRUARY 5, 2026

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The special meeting of shareholders of the Bank (the "**Meeting**") was held Thursday, February 5, 2026 at 9:30 a.m. (Eastern Time) virtually via live webcast online and in person at the offices of LUMI Global, in Montreal.

Mr. Michael T. Boychuk, the Chair of the Board of Directors, acted as Chair of the Meeting (the "**Chair**"), and Ms. Anna Dell'Api, General Counsel and Corporate Secretary, acted as Secretary of the Meeting.

### APPOINTMENT OF THE SCRUTINEERS AND CONFIRMATION OF QUORUM

The Chair called the Meeting to order and designated Ms. Martine Gauthier and Ms. Teresa De Luca of Computershare Trust Company of Canada to act as scrutineers for the Meeting.

The Chair declared the Meeting to be duly and properly constituted for the transaction of business.

### BUSINESS OF THE MEETING – TRANSACTION RESOLUTION

A motion to pass a special resolution (the "**Special Resolution**"), the full text of which is set forth in Appendix B to the management proxy circular of the Bank dated January 5, 2026 (the "**Circular**"), approving the transaction pursuant to which Fairstone Bank of Canada will, among other things, acquire all of the issued and outstanding common shares ("**Common Shares**") of the Bank (the "**Acquisition Transaction**"), all as more particularly described in the Circular, was duly made and seconded.

The Chair called for questions or comments from the shareholders. Mr. Willie Gagnon, *Directeur Général* of the *Mouvement d'éducation et de défense des actionnaires* ("**MÉDAC**"), opposed the Special Resolution and inquired on the motives behind the Acquisition Transaction and on its impacts on shareholders. Answers were provided by the Chair. Furthermore, Mr. Gagnon inquired on the shareholders' right to dissent under the *Bank Act* (S.C., 1991, c. 46), namely regarding procedural considerations. Mr. Gagnon's question was taken under consideration, with answers provided following the Meeting.

As no other questions or comments were raised by the shareholders, the Chair put the motion to a vote.

### VOTING RESULTS

The Chair announced the preliminary voting results based on the scrutineers' report. The holders of 18,085,250 common shares were present in person or represented by proxyholders at the Meeting, representing a total of 40.47% of the Common Shares entitled to vote.

The motion to pass the Special Resolution was duly adopted, as specified below:

	VOTE FOR	VOTE AGAINST	VOTE WITHHELD
	%	%	%
Special Resolution	98.77	1.23	-

### TERMINATION OF THE MEETING

There being no further business, the Chair thanked the shareholders. The Chair then asked for a motion to terminate the Meeting, and on a motion duly made and seconded, he declared the Meeting terminated.

(s) Michael T. Boychuk  
Chair

(s) Anna Dell'Api  
Secretary

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