

INNERGEX RENEWABLE ENERGY INC.

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

TO: Shareholders of Innergex Renewable Energy Inc.

You are invited to attend the annual general meeting (the “**Meeting**”) of the shareholders of Innergex Renewable Energy Inc. (the “**Corporation**”) which will be held on May 11, 2021 at 4:00 p.m. (Eastern daylight time (“**EDT**”). To proactively deal with the ongoing public health impact of the Covid-19 pandemic and to protect the health and safety of our communities, shareholders, employees and other stakeholders, we will hold our Meeting in a virtual only format, which will be conducted via live audio webcast supported by visual aids. Shareholders will have the opportunity to participate at the online Meeting regardless of their location by visiting <https://web.lumiagm.com/480598683>, with the meeting ID 480598683 and password “innnergex2021” (case sensitive). At the Meeting, you will have the opportunity to ask questions and vote on all the items to be considered.

During the Meeting, we will cover the following items:

- i. Receiving the audited consolidated financial statements of the Corporation for the financial year ended December 31, 2020, together with the report of the auditor thereon (*for details, see subsection “Presentation of Financial Statements” under the “Items to Be Acted Upon at the Meeting” section of the management information circular of the Corporation dated April 6, 2021 (the “Circular”)*);
- ii. Electing directors for the ensuing year (*for details, see “Our Board of Directors” section of the Circular*);
- iii. Appointing the auditor of the Corporation for the ensuing year and authorizing the directors of the Corporation to set its remuneration (*for details, see subsection “Appointment of the Auditor of the Corporation” under the “Items to Be Acted Upon at the Meeting” section of the Circular*);
- iv. To consider an advisory resolution on the Corporation’s approach to executive compensation (*for details, see subsection “Advisory Vote on Executive Compensation” under the “Items to Be Acted Upon at the Meeting” section and the “Compensation of Named Executive Officers” section of the Circular*); and
- v. Transacting such other business that may be properly brought before the Meeting or any adjournment thereof.

NOTICE-AND-ACCESS

As permitted by Canadian securities regulators, you are receiving this notification as the Corporation has decided to use the “notice-and-access” mechanism for delivery to the shareholders of the Corporation (“**Shareholders**”) of this Notice of annual general meeting of Shareholders, the Circular prepared in connection with the Meeting and other proxy-related materials (the “**Meetings Materials**”). The Corporation has adopted notice-and-access for both the registered and non-registered Shareholders. Notice-and-access is a set of rules that allows issuers to post electronic versions of proxy-related materials online, via SEDAR and one other website, rather than mailing paper copies of such materials to Shareholders. Under the notice-and-access, Shareholders still receive a proxy form or voting instruction form enabling them to vote at the Meeting. However, instead of paper copies of the Meeting Materials, Shareholders receive this Notice, which contains information on how they may access the Meeting Materials online and how to request paper copies of such documents. The use of notice-and-access will directly benefit the Corporation by substantially reducing its printing and mailing costs and is more environmentally friendly as it reduces paper use. The notice-and-access does not apply to the annual audited consolidated financial statements for the financial year ended December 31, 2020, together with the independent auditor’s report thereon and related management’s discussion and analysis (the “**Financial Statements**”), for Shareholders who had given instructions to receive a printed copy of the Financial Statements, the Corporation will mail a printed copy of same to the Shareholders through its transfer agent and registrar.

HOW TO ACCESS THE MEETING MATERIALS ELECTRONICALLY

On our website: www.innergex.com under <https://www.innergex.com/investors/reports>.

On SEDAR: www.sedar.com under the Corporation’s profile.

HOW TO REQUEST A PAPER COPY OF THE MEETING MATERIALS

Before the Meeting

As a Shareholder, you may request paper copies of the Meeting Materials free of charge and up to one year from the date the Circular was filed on SEDAR, by contacting the Secretary of the Corporation at 450 928-2550 or at 1 866 550-2550 (toll-free) or by email at legal@innnergex.com.

Please note that you will not receive another form of proxy or voting instruction form; please retain your current one to vote your Shares.

Requests for paper copies should be received at least ten (10) business days prior to the proxy deposit deadline, which is set for May 7, 2021 at 5:00 p.m. (EDT) in order to receive the Meeting Materials in advance of such date and the Meeting date. To ensure receipt of the paper copies in advance of the proxy deposit deadline and Meeting date, we estimate that your request must be received by no later than 5:00 p.m. (EDT) on April 23, 2021.

After the Meeting

By contacting the Secretary of the Corporation at 450 928-2550 or at 1 866 550-2550 (toll-free) or by email at legal@innnergex.com. The Meeting Materials will be sent to you within ten (10) business days of receiving your request.

VOTE YOUR SHARES

March 30, 2021 is the record date for determining the Shareholders entitled to receive notice of and to vote at the Meeting. The Circular provides additional information relating to the items to be dealt with at the Meeting and forms part of this Notice.

Shareholders are reminded to read the Circular and other Meeting Materials carefully before voting their shares.

Registered Shareholders

If your name appears on a share certificate or a Direct Registration System (DRS) confirmation, you are considered as a “registered Shareholder”. In order to ensure representation at the Meeting, registered Shareholders must complete the enclosed form of proxy and submit it as soon as possible but not later than 5:00 p.m. (EDT) on May 7, 2021 or 48 hours prior to the time of any adjournment or postponement of the Meeting (or such earlier time as required by your nominee).

Registered Shareholders and duly appointed proxyholders will be able to attend the Meeting by visiting <https://web.lumiagm.com/480598683>, with the meeting ID 480598683 and password “innnergex2021” (case sensitive) and ask questions and vote, all in real time, provided they comply with all of the requirements set out in the Circular.

Non-registered Shareholders

If your shares are listed in an account statement provided to you by an intermediary, you are considered as a “non-registered Shareholders”. Non-registered Shareholders that hold their shares in the name of a “nominee”, such as a bank, trust company, securities broker or other financial institution, must seek instructions from their nominee as to how to complete their voting instructions form and vote their shares. Non-registered Shareholders will receive the voting instruction form in a mailing from their nominee. It is important that non-registered Shareholders adhere to the instructions provided to them by their nominee.

Non-registered Shareholders who have duly appointed themselves as proxyholder may attend the Meeting, submit questions and vote their shares. Non-registered Shareholders who have not duly appointed themselves as proxyholder may still attend the Meeting as guests. Guests will be able to listen to the Meeting but will not be able to vote or ask questions. Since the Corporation and its transfer agent Computershare Investor Services Inc. (“**Computershare**”) do not have a record of the non-registered Shareholders, the identity of non-registered Shareholders and their entitlement to vote may not be confirmed.

Please note that you cannot vote by returning this Notice. You may vote your shares on the internet, by phone, fax, mail or during the virtual Meeting. Please refer to the instructions on your separate proxy or voting instruction form or in the Circular under the heading “Voting by Shareholders” on how to vote using these methods.

QUESTIONS

If you have any questions regarding this Notice, the Meeting or the “notice and access” mechanism, please contact Computershare via email at service@computershare.com or by phone at 1 800 564-6253 (toll-free in Canada and the United-States) or 514 982-7555 (International direct dial).

Dated at Longueuil, Québec, this 6th day of April, 2021. By order of the Board of Directors

INNERGEX RENEWABLE ENERGY INC.

(s) Yves Baribeault

Yves Baribeault
Senior Vice President – Legal Affairs and Secretary

