



## Annual Meeting of Shareholders April 18, 2023

### To all shareholders of Bank of Montreal

We look forward to welcoming you to the Annual Meeting of Shareholders of Bank of Montreal. We appreciate your interest and participation. We have summarized for you below information on attending, participating and voting at our meeting, and on certain aspects of the conduct of the meeting.

#### 1. ATTENDING THE MEETING

Registered shareholders, duly appointed proxyholders and guests are invited to attend the meeting online or by phone, and registered shareholders and duly appointed proxyholders are also invited to attend the meeting in person, on Tuesday, April 18, 2023, at 9:30 a.m. (Eastern Daylight Time).

##### **Attending in person:**

Registered shareholders and duly appointed proxyholders can attend the meeting in person in our Presentation Hall, Institute for Learning (IFL), 3550 Pharmacy Avenue, Toronto, Ontario. Please see the inside back cover of our Management Proxy Circular for a map and directions.

If you hold your shares through a broker, you are not a registered shareholder and you must carefully follow the instructions in our Management Proxy Circular to be admitted to the meeting. Our Management Proxy Circular can be found at: [bmo.com/annualmeeting](https://bmo.com/annualmeeting).

Guests cannot attend the meeting in person. However, guests are welcome to view or listen to the meeting online or by phone. Instructions on how to do so are also found in our Management Proxy Circular at: [bmo.com/annualmeeting](https://bmo.com/annualmeeting)

##### *Meeting Procedures*

Our priority is the safety and well-being of our employees and our shareholders. Therefore, to ensure the best possible experience for everyone, by attending the meeting you agree to abide by the following Meeting Procedures:

- **Health and Safety:** We have instituted enhanced cleaning protocols at the IFL. Masks will be available for attendees but are not required during the AGM.
- **Sign-in:** All registered shareholders and duly appointed proxyholders will be required to sign-in with our Transfer Agent, Computershare, on arrival at the IFL. You may be asked by our Transfer Agent to provide identification.
- **Admission into the Presentation Hall:** Once signed-in, you will be given a badge confirming your registration. Only registered shareholders and duly appointed proxyholders wearing their badges will be admitted into the Presentation Hall, along with the Bank's Directors, employees, service providers and accredited members of the media.
- **Seating:** The Presentation Hall has limited seating capacity based on fire regulations. If the Presentation Hall is full, you may be asked to sit in an overflow area. This area will have a TV monitor so that you can see the proceedings. You will be admitted into the Presentation Hall to ask a question at the appropriate time if you so request. Please let our staff know if you would like to ask a question. Also, given the placement of the video cameras, some of the seating in the Presentation Hall may have an obstructed view.
- **Guests** cannot attend the meeting in person. However, guests are welcome to view and listen online or listen by phone, only.
- **Coat and Bag Storage:** Once you have received your badge, you will be directed to the coat and bag storage before being admitted into the Presentation Hall (bags of accredited media excepted). No bags will be permitted in the Presentation Hall.
- **No Food and Beverages:** Food will not be provided at the AGM and outside food and beverages will not be permitted on site.
- **Recording:** A recording of the webcast will be made available online after the meeting on our website at [bmo.com/annualmeeting](https://bmo.com/annualmeeting). Therefore, video or audio recording of the AGM will not be permitted, and video or audio recording equipment will not be permitted on site.
- **Participation:** Speakers will be recognized on a rotational basis and each speaker shall be limited to **three** minutes on the particular matter before the meeting. Time permitting and at



the Chair's discretion, after all other shareholders and proxyholders desiring to speak on the matter have been heard, a speaker may be given an opportunity to be heard again. Questions and comments not related to the matter then under consideration will be deferred until the appropriate time or ruled out of order.

- **Personal Conduct:** Objectionable conduct, whether before or during the meeting, will not be permitted, including but not limited to verbal harassment, physical aggression or attempts to disrupt the meeting. Any attendee engaging in objectionable conduct may be asked to leave or may be removed from the premises.

**Please revisit this site regularly for the latest updates**

**Attending online:**

<https://web.lumiagm.com/401480051>

To log in online, click "I have a login" and enter your "Username" and the case sensitive Password: [bmo2023](#)

See the instructions under "How to Vote" on pages 5 and 6 of our Management Proxy Circular for additional details on how to join online depending on whether you are a registered shareholder or a duly appointed proxyholder. If you are not a registered shareholder or duly appointed proxyholder, you can only join the online meeting as a "Guest".

If you experience issues joining the meeting online, click on the "Support" tab for instructions for assistance. We encourage you to join at least fifteen minutes before the meeting starts.

**Attending by phone (Listen only):**

English

Toll-free dial-in number (Canada/US):	1-800-806-5484
Local dial-in number:	416-340-2217
International dial-in numbers:	<a href="https://www.confsoptions.ca/ILT?oss=7P7R8008065484">https://www.confsoptions.ca/ILT?oss=7P7R8008065484</a>
Participant passcode:	3431287#

French

Toll-free dial-in number (Canada/US):	1-800-898-3989
Local dial-in number:	514-392-1587
International dial-in numbers:	<a href="https://www.confsoptions.ca/ILT?oss=7P7R8008983989">https://www.confsoptions.ca/ILT?oss=7P7R8008983989</a>
Participant passcode:	9301983#

We encourage you to join at least fifteen minutes before the meeting starts. Please note that if we reach capacity on our phone lines, we encourage you to join online.

## **2. PARTICIPATING VIRTUALLY AT THE MEETING**

**Registered Shareholders and Duly Appointed Proxyholders:**

Registered shareholders and duly appointed proxyholders that have logged-in to the online platform as such will be able to submit questions/make comments in writing or verbally at any time until the Chair of the meeting closes the Question-and-Answer session.

If you wish to ask your question verbally, select the messaging tab and type your telephone number and question topic and preferred language within the box at the top of the screen and click the send arrow. The Lumi operator will call the number provided so you can join the question queue. You will be prompted by the automated system and the Corporate Secretary when to ask your question. Please



ensure that you “mute” the live webcast while you are on the telephone as there will be a slight delay between the live webcast and the audio that you will hear on the telephone line. The Meeting Procedures on Participation and Personal Conduct apply.

**Guests and Non-registered Shareholders that have not Registered as Proxyholders:**

If you are logged-in to the online platform as a “Guest”, you will not be able to submit questions/make comments online or vote.

**3. VOTING BEFORE OR DURING THE MEETING**

We encourage you to read the Management Proxy Circular and vote your shares early.

- For **registered shareholders**, the voting deadline is 5:00 p.m. (Eastern Daylight Time) on April 14, 2023.
- For **non-registered shareholders**, your intermediary needs to receive your voting instructions in enough time to send them to Computershare. Computershare must receive your voting instructions from your intermediary by no later than 5:00 p.m. (Eastern Daylight Time) on April 14, 2023.

For more information on voting, including voting at the meeting, please refer to pages 5 to 7 of our Management Proxy Circular, which includes special instructions for non-registered shareholders located in the United States.

You cannot vote if you dial in by telephone only or if you have joined the online platform as a “Guest”. You must join the meeting online as a registered shareholder or duly appointed proxyholder, following the instructions in our Management Proxy Circular.

**4. CHAIR OF THE MEETING**

The chair of the meeting has broad authority to conduct the meetings in an orderly manner. The chair has the discretion to control the amount of time spent on each question, to reject questions deemed inappropriate, including any questions that are not related to the bank’s business, concern an issue before the court, are defamatory, relate to personal grievances or repeat in substance a question or discussion that has already been addressed during the meetings. The chair also has the discretion to end the question period.

Written questions on the same topic or theme may be grouped, summarized and addressed at the same time. If your question relates to a personal matter, a BMO representative will contact you after the meeting. Questions that cannot be answered during the meeting will be responded to in writing after the meeting.

**5. SHAREHOLDER PROPOSALS**

In accordance with the *Bank Act* (Canada), a shareholder whose proposal is included in the Management Proxy Circular must present it personally, or through their duly appointed proxyholder.

Should you wish to submit questions before the meeting, or have questions regarding the conduct of the meeting please direct them to [corp.secretary@bmo.com](mailto:corp.secretary@bmo.com).

We look forward to seeing you on April 18<sup>th</sup>.