

NOTICE OF 2020 ANNUAL MEETING OF SHAREHOLDERS



You are invited to the Annual Meeting (the “Meeting”) of Shareholders of Aecon Group Inc. (the “Corporation”)

When

Tuesday, June 2, 2020
9:00 AM (Eastern Daylight Time)

Where

Virtual only Meeting via live audio webcast online at www.virtualshareholdermeeting.com/aecon2020. At this website, shareholders will be able to attend the Meeting in real time, submit questions and vote their shares while the Meeting is being held.

Record Date

Close of business on April 3, 2020

BUSINESS OF THE MEETING

At the Meeting, Shareholders will be asked to:

- (i) receive the Corporation’s annual financial statements for the financial year ended December 31, 2019, including the external auditor’s report;
- (ii) elect directors of the Corporation;
- (iii) consider and, if deemed advisable, approve the advisory resolution to accept the Corporation’s approach to executive compensation;
- (iv) reappoint the auditors of the Corporation and to authorize the Board of Directors of the Corporation to fix their remuneration; and
- (v) transact such other business as may properly come before the Meeting or any adjournment or postponement thereof.

BY ORDER OF THE BOARD OF DIRECTORS,

Yonni Fushman
Executive Vice President, Chief Legal Officer
and Secretary

Toronto, Ontario
May 4, 2020

YOUR VOTE IS IMPORTANT

Shareholders entitled to vote at the Meeting must use one of the voting methods shown below:



You can vote your shares by calling 1-800-474-7493 (English) or 1-800-474-7501 (French) toll free.



You can vote your shares online at www.proxyvote.com.



Complete, sign, date and return your proxy card or voting instruction form in the postage-paid envelope provided to Broadridge Investor Communications Corporation, Attention: Data Processing Centre, P.O. Box 3700, STN Industrial Park, Markham, Ontario L3R9Z9 or by fax to (905) 507-7793 or (514) 281-8911.

Further details on the electronic and telephone voting processes are provided in the enclosed proxy form. **All proxies, to be valid, must be received by Broadridge Investor Communication Corporation no later than 9:00AM (Eastern Daylight Time) on or before May 29, 2020 (or at least 48 hours, excluding Saturdays, Sundays and holidays, before any adjournment or postponement of the Meeting) or delivered to the Chairman of the Meeting prior to commencement of the Meeting or any adjournment or postponement thereof, in order for the proxy to be voted. Votes cast electronically or by telephone must be submitted no later than 9:00AM (Eastern Daylight Time) on or before May 29, 2020 (or at least 48 hours, excluding Saturdays, Sundays and holidays, before any adjournment or postponement of the Meeting).**