



## VIRTUAL ANNUAL MEETING OF SHAREHOLDERS

**JANUARY 31, 2024, AT 11:00 A.M.  
(EASTERN STANDARD TIME)**

### **RULES OF CONDUCT**

Welcome to the Annual General Meeting of Shareholders (the "Meeting") of CGI Inc. (the "Company"). In the interest of having a fair and productive Meeting, we ask for your cooperation in observing the following Rules of Conduct:

1. The business matters to be conducted at the Meeting are the matters set forth in the Notice of Annual Meeting of Shareholders and Management Proxy Circular dated December 4, 2023. We will strictly follow the agenda of the Meeting.
2. Only persons shown on the register of shareholders at the close of business on Monday, December 4, 2023 and duly appointed proxyholders (including non-registered shareholders who have duly appointed themselves as proxyholders), will be entitled to vote at the Meeting. To vote or submit questions, please login at <https://www.icastpro.ca/syt2f8> by entering the 15-digit control number and password ("CGI2023") indicated on your proxy form, in the case of registered shareholders, or entering the 4-letter code provided by Computershare via email and password ("CGI2023"), in the case of the proxyholder of non-registered shareholders. If you have voted your shares prior to the start of the Meeting, your vote has been received by the Company's scrutineers and there is no need to vote those shares during the Meeting, unless you wish to revoke or change your vote.
3. Registered and non-registered shareholders entitled to vote at the Meeting may vote by proxy in advance of the Meeting. Non-registered shareholders who have not duly appointed themselves as proxyholders will be able to attend the Meeting and ask questions, but will not be able to vote. Guests will be able to attend the Meeting but will not be able to submit questions nor vote their shares (if any).
4. If a shareholder has a question about one of the matters in the agenda to be voted on at the Meeting, such question may be submitted in the *Question Box* provided in the web portal at or before the time the matters are before the Meeting for consideration. Questions may also have been submitted in advance of the Meeting. Subject to these Rules of Conduct, we will answer questions on any matters in the agenda to be voted on by the shareholders at the Meeting before the voting is closed.
5. Following adjournment of the formal business of the Meeting, the Company will address appropriate general questions from shareholders regarding the Company. Such questions may be submitted in the *Question Box* provided in the web portal at any time during the Meeting.
6. The Chair of the Meeting has broad authority in all matters pertaining to the Meeting. To ensure that the Meeting is conducted in a timely manner, the Chair of the Meeting may exercise broad discretion with respect to, for example and without limitation, the questions and topics that will be addressed at the Meeting and the amount of time devoted to any question or topic.
7. For the good conduct of the Meeting only questions of general interest to all shareholders will be answered, if your question is related to an individual matter a CGI representative will contact you after the Meeting. Any questions pertinent to the Meeting that cannot be answered during the Meeting will be posted online and answered at [www.cgi.com/en/investors](http://www.cgi.com/en/investors).
8. If there are any matters of individual concern to a shareholder and not of general concern to all shareholders, or if a question posed was not otherwise answered, such matters may be raised separately after the Meeting by contacting CGI's Investor Relations department by sending an e-mail to [ir@cgi.com](mailto:ir@cgi.com).
9. Recording of the Meeting is prohibited. A recording of the webcast will be available on Digicast's virtual shareholder meeting website and the Company's website for approximately one year from the date of the Meeting.

Thank you for your cooperation and for joining the Company at the Meeting.