opentext™

OPEN TEXT CORPORATION

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

SEPTEMBER 15, 2021

Date and Time

Wednesday, September 15, 2021 at 10:00 a.m. (ET)

Virtual Annual Meeting Site

Live audio webcast at https://meetnow.global/M5CHWVQ, on September 15, 2021 at 10:00 a.m. (Eastern Daylight time) for the following purposes:

Matters to Be Voted On or Addressed

1. to receive the financial statements of the Company for the year ended June 30, 2021, together with the report of the auditors thereon;
2. to elect directors;
3. to re-appoint auditors;
4. to consider and, if thought advisable, pass the non-binding say-on-pay resolution on executive compensation, as more particularly set forth in the accompanying management information circular; and
5. to transact such other business as may properly come before the Meeting or any adjournment or postponement thereof.

Who Can Vote

Holders of Open Text stock on the close of business on August 6, 2021.

Participating in the Virtual Annual Meeting

To address the ongoing public health impact of COVID-19, and to mitigate risks to the health and safety of our community, shareholders, employees and other stakeholders, we will again be holding the Meeting in a virtual only format, which will be conducted via live audio webcast online at https://meetnow.global/M5CHWVQ. At this website, shareholders will be able to participate in the Meeting, submit questions and vote their Common Shares while the Meeting is being held. We hope that hosting a virtual meeting helps enable greater participation by our shareholders by allowing shareholders that might not otherwise be able to travel to a physical meeting to attend online, while minimizing the health risk that may be associated with large gatherings.

Registered shareholders and duly appointed proxyholders will be able to attend, submit questions and vote at the Meeting online at https://meetnow.global/M5CHWVQ or any adjournment or postponement thereof, or they may appoint another person (who need not be a shareholder) as their proxy to attend, submit questions and vote in their place. If you appoint a non-management proxyholder, please ensure that they attend the Meeting online for your vote to count.

In connection with the virtual Meeting, the Company will be using the Canadian Securities Administrators' "notice-and-access" delivery model which allows the Company to furnish the management information circular (Circular), the accompanying proxy-related materials, the financial statements for the year ended June 30, 2021 and associated management's discussion and analysis (collectively, the Meeting Materials) to shareholders over the Internet resulting in lower costs and a reduction in the environmental impact of the Meeting. Under notice-and-access, shareholders will continue to receive a form of proxy or voting instruction form enabling them to vote at the Meeting online. However instead of a paper copy of the Meeting Materials, including the Circular, shareholders will receive a notice with information on how they may access the Meeting Materials, including the Circular, electronically. On or

about August 16, 2021, the Company intends to mail shareholders of record as of August 6, 2021 a notice with information about the notice-and-access process and voting instructions, as well as a proxy or voting instruction form containing instructions on how to access the Meeting Materials. **SHAREHOLDERS ARE REMINDED TO REVIEW THE CIRCULAR PRIOR TO VOTING**. Shareholders with questions about notice-and-access can call Computershare Investor Services Inc.

All shareholders are cordially invited to attend the Meeting online at https://meetnow.global/M5CHWVQ. Registered shareholders who are unable to attend the Meeting online are urged to vote (i) by mail by sending the form of proxy to the Company's transfer agent in the envelope enclosed with the form of proxy; (ii) by facsimile to (416) 263-9524 or toll free (within North America) at (866) 249-7775; (iii) toll free by telephone at 1-866-732-VOTE (8683); or (iv) over the Internet at www.investorvote.com. To be effective, the completed form of proxy must be received by the Company's transfer agent, Computershare Investor Services Inc., 100 University Avenue, 8th Floor, Toronto, Ontario, M5J 2Y1 before 10:00 a.m. (Eastern Daylight time) on September 13, 2021 or in the case of any adjournment or postponement of the Meeting, not less than 48 hours (Saturdays, Sundays and holidays excepted) prior to the time of the adjournment or postponement. The Chair of the Meeting may waive or extend the proxy cut-off at his or her discretion without notice. The return of the form of proxy will not affect your right to vote at the Meeting online. To be effective, non-registered shareholders who receive these materials through their broker or other intermediary should complete and send the voting instruction form or form of proxy, as applicable, in accordance with the instructions provided by their broker or intermediary. These instructions include the additional step of registering proxyholders with Computershare Investor Services Inc. after submitting their form of proxy or voting instruction form. Failure to register the proxyholder with our transfer agent will result in the proxyholder not receiving an invitation code to participate in the Meeting online and only being able to attend as a guest. Non-registered shareholders who have not duly appointed themselves as proxyholders will be able to attend the Meeting online as guests but will not be able to vote or submit questions at the Meeting online.

If you have any questions or need assistance completing your voting instruction form or form of proxy, please contact Kingsdale Advisors, our strategic shareholder advisor and proxy solicitation agent for the Meeting, by toll-free telephone at 1-866-229-8651 (within North America) or at 1-416-867-2272 (outside North America) or by e-mail at contactus@kingsdaleadvisors.com.

The Circular is deemed to form part of this notice.

August 6, 2021

By order of the Board of Directors

Michael F. Acedo (signed)
Corporate Secretary