

**CRESCENDO PARTNERS**  
825 Third Avenue, 40<sup>th</sup> Floor  
New York, NY 10022  
United States of America

October 15, 2010

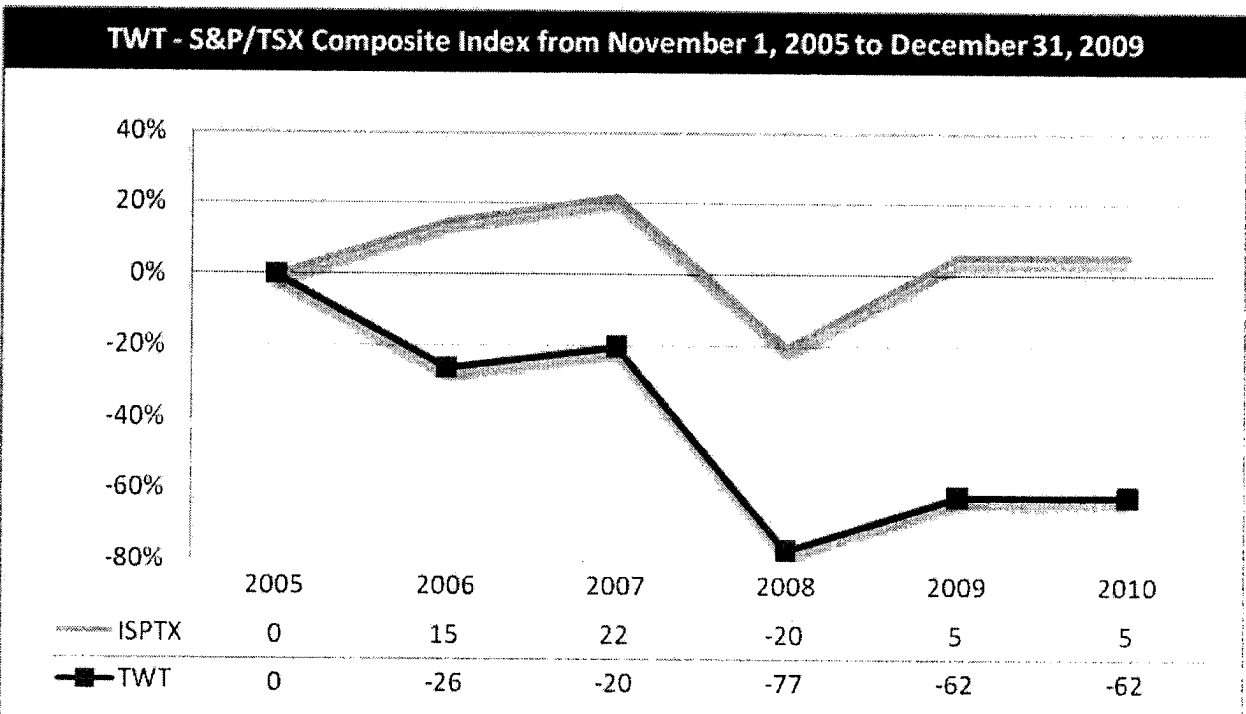
20-20 Technologies Inc.  
400 Armand-Frappier Boulevard, Suite 2020  
Laval (Québec) H7V 4B4

**Attention: Pierre L. Lambert, Corporate Secretary and Director**

Dear Sirs:

We are a significant shareholder of 20-20 Technologies Inc. (the "Company"). This letter is being sent to you following the recent discussions that we have had with representatives of the Company focused on the need for change in the composition of the board of directors of the Company.

We along with many other shareholders believe that, while the Company has strong potential, in order to reverse the current trend of decreasing shareholder value, changes are necessary at the board level. The market price of the Company's shares has significantly underperformed the relevant index for the past five years, as evidenced by the graph below taken from the Company's proxy circular dated January 28, 2010. Other shareholders who are dissatisfied with the current state of affairs have joined with us in good faith to make this point to you.



After our discussions with you, you were not prepared to offer us any board representation whatsoever, despite substantial shareholder support on our behalf. The apparent lack of recognition of the need for prompt movement and change at the level of the board of directors, has driven us and other shareholders to the realization that a special meeting of shareholders must be convened for the purpose of bringing about change. To this end, we and others have prepared a formal requisition for such a meeting in accordance with the provisions of the *Companies Act (Québec)* (the "**Requisition**"). The Requisition is attached to this letter and should be considered to have been definitively delivered.

As regards the Requisition, we ask that you note the following:

- (a) The Requisition sets forth, as business to be conducted at the special meeting, the removal as directors of the Company of Mr. Pierre Lambert, Mr. Yves Archambault and Mr. Philippe Frenière, and their replacement on the board of directors by our three eminently qualified nominees, namely Mr. Eric Rosenfeld, Mr. André Nadeau and Mr. Mark Burton. In order to ensure that the subject matter of the Requisition is properly understood by the shareholders, we will be submitting to you, in the near future, a summary description of the background and qualifications of each of our above-listed nominees for purposes of inclusion in the management proxy circular to be sent to Company shareholders. In this regard, we would appreciate being given reasonable advance notice of the sending of the notice of meeting and management proxy circular together with drafts thereof.
- (b) We strongly believe that new, different and experienced voices must be brought to the board of directors without increasing the size of the board – hence the need to remove the three currently sitting directors designated above.
- (c) The Requisition is duly signed by registered holders of more than 15% of the Company's issued and outstanding common shares. The Requisition is also signed by parties who beneficially own, or exercise voting control over, shares which, when taken together with the registered shareholdings mentioned above, represent in excess of 23% of the issued and outstanding common shares of the Company. In addition, beneficial holders of at least a further 11% of the Company's issued and outstanding shares have specifically expressed to us their support for the Requisition.
- (d) We are also aware that other shareholders of the Company have recently expressed the need for change in the composition of the board of directors of the Company. The shares held by these other shareholders, together with the shares of the shareholders referred to above, represent a substantial majority of the Company's issued and outstanding common shares.

The Requisition is an important and legitimate exercise of shareholders rights put forward in the best interests of the Company as a whole and of its shareholders. We trust that you will keep us reasonably and appropriately advised as to the specifics of your plans for the special meeting. As well, pending the outcome of this process, we must insist that you refrain from taking actions which might involve or result in a material change to the Company, its capital, assets or business.

Please note that we are always open to constructive discussions with you given that our clear priority is, as we have stated, improving the inherent value proposition of the Company for the benefit all of its shareholders.

Yours truly,

A handwritten signature in black ink, appearing to read 'Eric Rosenfeld', written in a cursive style.

Eric Rosenfeld  
Managing Member  
Crescendo Partners

cc. Christian Godin, Placements Montrusco Bolton Inc.  
Mark H. Leonard, Constellation Software Inc.  
David McAusland and Iain C. Scott, McCarthy Tétrault

October 15, 2010

20-20 Technologies Inc.  
400 Armand-Frappier Boulevard, Suite 2020  
Laval (Québec) H7V 4B4

**Attention: Pierre L. Lambert, Corporate Secretary and Director**

**Object: Requisition of special meeting of shareholders of 20-20 Technologies Inc.**

The undersigned include registered owners of, in the aggregate, 2,970,677 common shares of 20-20 Technologies Inc. (the "Company"), which shares represent in excess of 15.6% of the total issued and outstanding common shares of the Company (based on publicly available information). Copies of the share certificates evidencing such registered shareholdings are attached hereto.

The undersigned also include parties who, in the aggregate, beneficially own, or exercise voting control over, an additional 1,522,235 common shares, which together with the registered shareholdings referred to above, constitute over 23.7% of the total issued and outstanding common shares (based on publicly available information).

Pursuant to Subsection 99(1) of the *Companies Act* (Quebec) (the "Act"), the undersigned parties who are holders of shares of the Company (the "Requisitioning Holders") hereby requisition the Company to call a special meeting of the shareholders of the Company for the transaction of the following business:

1. to consider and, if thought advisable, to remove Pierre L. Lambert, Yves Archambault and Philippe Frenière as directors of the Company;
2. to consider and, if thought advisable, to fill the vacancies created by the foregoing removal of directors by electing Eric Rosenfeld, André Nadeau and Mark Burton, to hold office until the next annual meeting of the shareholders of the Company or until their successors are elected or appointed, each such individual being represented by the undersigned as qualified to be elected and to serve as a director of the Company as provided under the Act; and
3. to transact such other business as may properly come before the meeting or any adjournment thereof.

In accordance with Subsection 99(1) of the Act, the directors of the Company are obligated to forthwith convene a special meeting of the Company for the transaction of the

business set forth above. Should the directors fail to call and hold such meeting within 21 days of the Company having received this request, the Requisitioning Holders will have the right to call the meeting in accordance with Subsection 99(2) of the Act.

Despite the foregoing, the Requisitioning Holders recognize that it will be practically difficult for the Company to hold the meeting within 21 days. Accordingly, the Requisitioning Holders request that the meeting be held no later than December 21, 2010. This delay will provide the Company with ample time to prepare and deliver required materials to shareholders in connection with the meeting and will permit it to meet the prescribed delays for communications with shareholders under its constating documents and applicable legislation, including National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* (“NI 54-101”).


Please be advised that if the Company does not take steps to hold the meeting by December 21, 2010 (including by providing notification of the meeting and record dates in accordance with NI 54-101 by no later than October 27, 2010), the Requisitioning Holders intend to exercise all rights available to them to cause the meeting to be held, including to convene the meeting themselves at the earliest opportunity.

The undersigned look forward to confirmation forthwith that the above-noted meeting has been called for the purposes and within the time period set out above. Please address any correspondence to the undersigned in regard to this matter to Eric Rosenfeld at 212-319-7676 or to his email address at erosenfeld(at)crescendopartners.com.

Dated this 15<sup>th</sup> day of October, 2010


**As to 244,000 common shares of which it is the registered owner:**

**CRESCENDO PARTNERS III LP  
by its general partner,  
Crescendo Investments III LLC**

By:   
Eric Rosenfeld  
Managing Member

**As to 156,000 common shares of which it is the registered owner:**

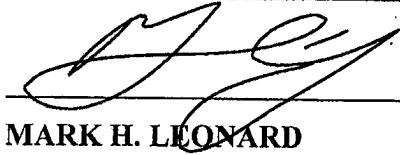
**CRESCENDO PARTNERS II SERIES AA  
by its general partner,  
Crescendo Investments II LLC**

By:   
Eric Rosenfeld  
Managing Member

20-20 Technologies Inc. Requisition Signature Page continued

Dated this 15<sup>th</sup> day of October, 2010

**As to 510,000 common shares of which  
they are the joint registered owners:**

  
\_\_\_\_\_

**MARK H. LEONARD**

  
\_\_\_\_\_

**MAGDELEINE LEONARD**

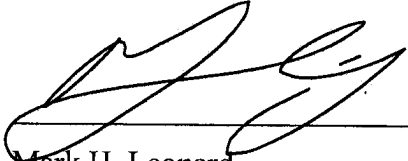
20-20 Technologies Inc. Requisition Signature Page continued

Dated this 15<sup>th</sup> day of October, 2010

**As to 1,225,500 common shares of which it  
is the registered owner:**

**CONSTELLATION SOFTWARE INC.**

By:

A handwritten signature in black ink, appearing to read 'M. Leonard', is written over a horizontal line.

Mark H. Leonard  
President

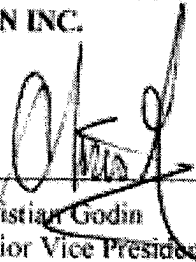
20-20 Technologies Inc. Requisition Signature Page continued

Dated this 15<sup>th</sup> day of October, 2010

As to 835,177 common shares of which it is the registered owner, and an additional 285,192 common shares of which it is the beneficial owner:

**PLACEMENTS MONTRUSCO  
BOLTON INC.**

By



Christian Godin  
Senior Vice President



20-20 Technologies Inc. Requisition Signature Page continued

Dated this 15<sup>th</sup> day of October, 2010

**As to 659,600 common shares over which  
he exercises voting control:**

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**ERIC ROSENFELD**

20-20 Technologies Inc. Requisition Signature Page continued

Dated this 15<sup>th</sup> day of October, 2010

**As to 424,953 common shares of which it  
is the beneficial owner:**

**SIPAR INC.**

By:  \_\_\_\_\_

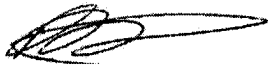
Serge Leclerc  
President

20-20 Technologies Inc. Requisition Signature Page continued

Dated this 15<sup>th</sup> day of October, 2010

**As to 152,490 common shares over which  
it exercises voting control:**

**AGILITH CAPITAL INC.**

By:  \_\_\_\_\_

Patrick Horan  
Partner