

BIOSENTA INC.
3080 Yonge Street, Suite 6020
Toronto, Ontario M4N 3N1

**PROXY FOR THE ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS OF BIOSENTA INC.
TO BE HELD ON JUNE 14, 2016 at 11:00 a.m. (Toronto time)**

THIS PROXY IS SOLICITED BY THE MANAGEMENT OF BIOSENTA INC. (the "Company") for the annual and special meeting of shareholders (the "Meeting") to be held on Tuesday, June 14, 2016 at 11:00 a.m. (Toronto time) at 3080 Yonge Street, Suite 3029, Toronto, Ontario, M4N 3N1 (Conference Room).

The UNDERSIGNED SHAREHOLDER of Class A shares (the "**Common Shares**") in the capital of the Company, hereby appoints **Dene Rogers** of Toronto, Ontario or, failing him, **Ed Korhonen** of Toronto, Ontario or, instead of either of them, _____ as proxyholder of the undersigned, with full power of substitution, to attend, vote, act for and on behalf of the undersigned as if personally present at the ANNUAL AND SPECIAL MEETING of the SHAREHOLDERS of the COMMON SHARES of BIOSENTA INC. to be held on June 14, 2016 at 11:00 a.m. (Toronto time) and at any adjournments or postponements thereof, without limiting the general authorization and full power thereby given to such proxyholder, the shares represented by this proxy are specifically directed to be voted or withheld from being voted as indicated below. The proxyholder has the same rights of the shareholder would have if he or she attended the meeting in person, including the right to appoint a substitute proxyholder.

THE SHAREHOLDER MUST SIGN THIS PROXY FORM. When the shareholder signs this proxy form, he or she authorizes the proxyholder to act and vote his or her shares on his or her behalf at the Meeting and any adjournment and to carry out his or her voting instructions. If the shareholder is an individual shareholder, he or she or his or her authorized attorney must sign the form. The attorney may have to provide proof of the shareholder's authorization. For shares registered in the name of two or more owners (for example, trustees, executors, etc.), all joint owners must sign. For shares registered in the name of a body corporate, an authorized officer or attorney must sign. This person may have to provide proof that he or she is authorized to sign.

WHERE NO CHOICE IS SPECIFIED, THIS PROXY WILL CONFER DISCRETIONARY AUTHORITY AND WILL BE VOTED IN FAVOUR OF THE MATTERS REFERRED TO HEREIN. THIS PROXY CONFERS AUTHORITY FOR THE ABOVE NAMED TO VOTE IN HIS DISCRETION WITH RESPECT TO ANY AMENDMENTS OR VARIATIONS TO THE MATTERS IDENTIFIED IN THE NOTICE OF MEETING ACCOMPANYING THIS PROXY AND ANY OTHER MATTER WHICH MAY PROPERLY COME BEFORE THE MEETING.

A SHAREHOLDER HAS THE RIGHT TO APPOINT A PERSON, WHO NEED NOT BE A SHAREHOLDER, TO ATTEND AND ACT ON HIS BEHALF AT THE MEETING OTHER THAN THE PERSONS DESIGNATED IN THIS FORM OF PROXY. SUCH RIGHT MAY BE EXERCISED BY INSERTING THE NAME OF SUCH PERSON IN THE BLANK SPACE PROVIDED.

Please vote the shares as indicated below:

1. **FOR () or WITHHOLD () Election of the following directors as nominated by Management:**
 - (i) **Dene Rogers**
 - (ii) **Marcus Martin**
 - (iii) **Edwin Korhonen**
 - (iv) **David Butler**

2. **FOR () or WITHHOLD () Appointment of MCGOVERN, HURLEY, CUNNINGHAM, LLP, CHARTERED ACCOUNTANTS, as auditor of the Company for the ensuing year and to authorize the board of directors (of the Company (the "Board")) to fix their remuneration.**

3. **FOR () or AGAINST () Special Resolution to consolidate all of the issued and outstanding Common Shares of the Company on the basis of one (1) post-consolidation Common Share for each fifteen (15) pre-consolidation Common Shares.**

PLEASE TURN OVER

The undersigned hereby revokes any proxies previously given.

If this proxy is not dated, it will be deemed to be dated on the date upon which it is mailed to the shareholder.

TO BE VALID, shareholders are asked to return their proxies by one of the following methods:

a) **by mail** to: HERITAGE TRANSFER AGENCY INC.
80 Richmond Street West, Suite 501
Toronto, Ontario M5H 2A4

Or

b) **by facsimile** to: (416) 864-0175

NO LATER THAN 5 P.M. (TORONTO TIME) ON FRIDAY JUNE 10, 2016

Or

c) **hand-delivered** to the registration table on the day of the Meeting prior to the commencement of the Meeting.

DATED at _____, this _____ day of _____, 2016.

(PRINT THE SHAREHOLDER'S NAME AND ADDRESS)

(First Name and Surname)

(Email address)

(Number and Street, Apartment/Suite)

SIGNATURE OF SHAREHOLDER

(Number of Shares)

(City, Province and Postal Code)

(Phone Number)