## MOONCOR OIL & GAS CORP.



8th Floor, 100 University Avenue Toronto, Ontario M5J 2Y1 www.computershare.com

**Security Class** 

**Holder Account Number** 

Fold

# Form of Proxy - Annual General and Special Meeting to be held on July 26, 2018

# This Form of Proxy is solicited by and on behalf of Management.

### Notes to proxy

- 1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
- 2. If the securities are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc.), then all those registered should sign this proxy. If you are voting on behalf of a corporation or another individual you must sign this proxy with signing capacity stated, and you may be required to provide documentation evidencing your power to sign this proxy.
- 3. This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
- 4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by Management to the holder.
- 5. The securities represented by this proxy will be voted as directed by the holder, however, if such a direction is not made in respect of any matter, this proxy will be voted as recommended by Management.
- 6. The securities represented by this proxy will be voted in favour or withheld from voting or voted against each of the matters described herein, as applicable, in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
- 7. This proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting or other matters that may properly come before the meeting or any adjournment or postponement thereof.
- 8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

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Proxies submitted must be received by 11:00 AM, Eastern Time on July 24, 2018.

### VOTE USING THE TELEPHONE OR INTERNET 24 HOURS A DAY 7 DAYS A WEEK!



#### To Vote Using the Telephone

Call the number listed BELOW from a touch tone telephone

1-866-732-VOTE (8683) Toll Free



### To Vote Using the Internet

- Go to the following web site: www.investorvote.com
- Smartphone?
  Scan the QR code to vote now.



#### If you vote by telephone or the Internet, DO NOT mail back this proxy.

Voting by mail may be the only method for securities held in the name of a corporation or securities being voted on behalf of another individual.

Voting by mail or by Internet are the only methods by which a holder may appoint a person as proxyholder other than the Management nominees named on the reverse of this proxy. Instead of mailing this proxy, you may choose one of the two voting methods outlined above to vote this proxy.

To vote by telephone or the Internet, you will need to provide your CONTROL NUMBER listed below.

#### **CONTROL NUMBER**



## **Appointment of Proxyholder**

I/We being holder(s) of Mooncor Oil & Gas Corp. hereby appoint: Allen Lone, or failing him, Gerry Feldman,

OR Print the name of the person you are appointing if this person is someone other than the Chairman of the Meeting.

as my/our proxyholder with full power of substitution and to attend, act and to vote for and on behalf of the shareholder in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and all other matters that may properly come before the Annual General and Special Meeting of shareholders of Mooncor Oil & Gas Corp. to be held at 56 Water Street, Oakville, Ontario, on July 26, 2018 at 11:00 AM, Eastern Time and at any adjournment or postponement thereof.

| VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT OVER THE BOXES.  |                  |            |   |                       |       |            |                          |                  |          |          |      |
|---|------------------|------------|---|-----------------------|-------|------------|--------------------------|------------------|----------|----------|------|
| 1. Election of Directors  | For              | Withhol    | d   | Fo                    | i     | Withho     | ld                       |                  | For      | Withhold |      |
| 01. Mumin Demiral   |                  |            | 02. Don Couture   |                       |       |            | 03. Bin Quach            |                  |          |          |      |
| 04. Jay Vieira  |                  |            |   |                       |       |            |                          |                  |          |          | Fold |
|   |                  |            |   |                       |       |            |                          |                  | For      | Withhold |      |
| 2. <b>Appointment of Auditors</b> Appointment of Wasserman Rams their remuneration.   | ay, Charte       | red Accou  | ntants as Auditors of the C   | corporation for the   | e ens | suing yea  | r and authorizing the D  | Directors to fix |          |          |      |
|   |                  |            |   |                       |       |            |                          |                  | For      | Against  |      |
| 3. <b>Stock Option Plan</b> The resolution approving the Corporative Proxy.   | oration's in     | centive st | ock option plan as describe   | ed in the Informa     | ion ( | Circular a | ccompanying this Instr   | ument of         |          |          |      |
|   |                  |            |   |                       |       |            |                          |                  | For      | Against  |      |
| 4. <b>Acquisition of Fox-Tek</b> The special resolution approving the Distinct Tech Inc. pursuant to the tethis Instrument of Proxy.      |                  |            |   |                       |       |            |                          |                  |          |          |      |
| •   |                  |            |   |                       |       |            |                          |                  | For      | Against  |      |
| <ol><li>Name Change The special resolution to authorize directors of the Corporation may do the Corporation as described in the</li></ol> | etermine is      | appropria  | ate, such Name Change to  | be implemented        |       |            |                          |                  |          |          |      |
| ·   |                  |            |   | •                     |       |            |                          |                  | For      | Against  |      |
| 6. <b>Consolidation</b> The special resolution to authorize Information Circular accompanying   |                  |            |   | shares on the b       | asis  | of up to 3 | 30 for 1 as described in | the              |          |          | Fold |
| 7 CCE Lietine   |                  |            |   |                       |       |            |                          |                  | For      | Against  |      |
| 7. <b>CSE Listing</b> The resolution to authorize the Col CSE as described in the Information   |                  |            |   |                       | nang  | e and file | an application for listi | ng on the        |          |          |      |
| Authorized Signature(s) - Thi instructions to be executed.  | s sectior        | must be    | e completed for your  | Signature(            | s)    |            |                          | Date             |          |          |      |
| I/We authorize you to act in accordance revoke any proxy previously given with indicated above, this Proxy will be v                      | respect to t     | he Meeting | If no voting instructions are   | e                     |       |            |                          |                  | <u> </u> | <u> </u> |      |
| Interim Financial Statements - Mark this be like to receive Interim Financial Statements accompanying Management's Discussion ar          | and <sup>*</sup> |            | Annual Financial Statement:<br>like to receive the Annual Fina<br>accompanying Management's | incial Statements and |       |            |                          |                  |          |          |      |

If you are not mailing back your proxy, you may register online to receive the above financial report(s) by mail at www.computershare.com/mailinglist.

