

RISE LIFE SCIENCE CORP.

Appointment of Proxyholder

I/We, being holder(s) of common shares of Rise Life Science Corp. (the "Company" or "RISE"), hereby appoint: Scott Secord, Executive Chairman of the Company, or, failing him, Rob Lelovic, Chief Financial Officer, OR

Print the name of the person you are appointing if this person is someone other than the individuals listed above

as proxy of the undersigned, to attend, act and vote in respect of all registered shares in the name of the undersigned at the Annual General and Special Meeting of Shareholders of the Company to be held at 10:00 a.m. (Eastern Time) on September 8, 2021, at 217 Queen Street West, Suite 401, Toronto, ON M5V 0R2 (the "Meeting"), and at any and all adjournments or postponements thereof in the same manner, to the same extent and with the same powers as if the undersigned were personally present, with full power of substitution. Without limiting the general powers and authority hereby conferred on the form of proxy, the holdings represented by this proxy are specifically directed to be voted for or withheld from being voted as follows:

Directors and Management recommend voting FOR Resolutions 1, 2, 3, 4, and 5. Please use a dark black pencil or pen.

1. Fixing the Number of Directors

To fix the Number of Directors at three (3)

FOR *AGAINST*

2. Election of Directors

1. SECORD, Scott

2. MEHRA, Ashwath

3. TAYLOR, Greg

FOR *WITHHOLD*

3. Appointment of Auditors

To appoint Baker Tilly WM LLP as the auditors of the Company for the ensuing year and to authorize the Board of Directors to fix the auditors' remuneration

FOR *WITHHOLD*

4. Election of Post-Transaction Directors

1. SECORD, Scott

2. SHIPPEN, Peter

3. TAYLOR, Greg

FOR *WITHHOLD*

5. Appointment of Post-Transaction Auditors

To appoint Zeifmans LLP as the auditors of the Company upon completion of the proposed RTO Transaction.

FOR *WITHHOLD*

6. Articles of Amendment - Consolidation

To consider and, if thought fit, pass, with or without variation, a special resolution (the "Consolidation Resolution") approving the consolidation (the "Consolidation") of the issued and outstanding common shares of the Company ("RISE Shares") on the basis of one post-Consolidation RISE Share for every 10 pre-Consolidation RISE Shares, or such lesser number of pre-consolidated RISE Shares as may be proposed by Britannia.

FOR *AGAINST*

7. Articles of Amendment - Name Change

To consider and, if thought fit, pass, with or without variation, a special resolution (the "Name Change Resolution") approving the change of the name of the Company from "RISE Life Science Corp." to "Britannia Life Sciences Inc.", which name change shall be effective as of, and subject to the closing of the RTO Transaction.

FOR *AGAINST*

8. Adoption of New By-Laws

to consider and, if thought fit, pass, with or without variation, an ordinary resolution (the "By-Law Resolution") confirming the adoption of a new By-Law No. 1 of the Company (the "New By-Laws")

FOR *AGAINST*

9. Approval of Omnibus Plan

To consider and, if thought fit, pass, with or without variation, an ordinary resolution (the "Omnibus Plan Resolution") approving the new omnibus equity incentive plan (the "Omnibus Plan") of the Company

FOR *AGAINST*

10. To transact such other or further business as may properly come before the Meeting or any adjournment or adjournments thereof.

I/We authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any proxy previously given with respect to the Meeting. **If no voting instructions are indicated above, this Proxy will be voted FOR a matter by Management's appointees or, if you appoint another proxyholder, as that other proxyholder sees fit. On any amendments or variations proposed or any new business properly submitted before the Meeting, I/We authorize you to vote as you see fit.**

Signature(s)

Date

Please sign exactly as your name(s) appear on your certificate or statement. Please see reverse for instructions. **All proxies must be received by not less than 48 hours, excluding Saturdays, Sundays and holidays, before the time of the Meeting or any adjournment(s) thereof.**

Proxy Form – Annual General and Special Meeting of Shareholders of Rise Life Science Corp. to be held on September 8, 2021 (the “**Meeting**”)

Notes to Proxy

1. This proxy must be signed by a holder or his or her attorney duly authorized in writing. If you are an individual, please sign exactly as your name appears on this proxy. If the holder is a corporation, a duly authorized officer or attorney of the company must sign this proxy, and if the company has a corporate seal, its corporate seal should be affixed.

2. If the securities are registered in the name of an executor, administrator or trustee, please sign exactly as your name appears on this proxy. If the securities are registered in the name of a deceased or other holder, the proxy must be signed by the legal representative with his or her name printed below his or her signature, and evidence of authority to sign on behalf of the deceased or other holder must be attached to this proxy.

3. Some holders may own securities as both a registered and a beneficial holder; in which case you may receive more than one Circular and will need to vote separately as a registered and beneficial holder. Beneficial holders may be forwarded either a form of proxy already signed by the intermediary or a voting instruction form to allow them to direct the voting of securities they beneficially own. Beneficial holders should follow instructions for voting conveyed to them by their intermediaries.

4. If a security is held by two or more individuals, any one of them present or represented by proxy at the Meeting may, in the absence of the other or others, vote at the Meeting. However, if one or more of them are present or represented by proxy, they must vote together the number of securities indicated on the proxy.

All holders should refer to the Proxy Circular for further information regarding completion and use of this proxy and other information pertaining to the Meeting.

This proxy is solicited by and on behalf of Management of the Company.

How to Vote

INTERNET

- Go to www.astvotemyproxy.com
- Cast your vote online

To vote using your smartphone,
please scan this QR Code →



To vote by Internet you will need your control number. If you vote by Internet, do not return this proxy.

MAIL, FAX or EMAIL

- Complete and return your signed proxy in the envelope provided or send to:

AST Trust Company (Canada)
P.O. Box 721
Agincourt, ON M1S 0A1

- You may alternatively fax your proxy to 416-368-2502 or toll free in Canada and United States to 1-866-781-3111 or scan and email to proxyvote@astfinancial.com.

An undated proxy is deemed to be dated on the day it was received by AST.

All proxies must be received by not less than 48 hours, excluding Saturdays, Sundays and holidays, before the time of the Meeting or any adjournment(s) thereof.