



Chemistree Technology Inc.



United Kingdom Building
350 – 409 Granville Street
Vancouver BC V6C 1T2

Form of Proxy – Extraordinary Meeting of Debentureholders to be held on April 5, 2024

Appointment of Proxyholder

I/We being the undersigned holder(s) of **Chemistree Technology Inc.** (the “Company”) hereby appoint **Karl Kottmeier, Chief Executive Officer and President** or failing this person, **Douglas Ford, Chief Financial Officer and Secretary**

OR

Print the name of the person you are appointing if this person is someone other than the Management Nominees listed herein:

as my/our proxyholder with full power of substitution and to attend, act, and to vote for and on behalf of the holder 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 Extraordinary Meeting of the holders (the “Debentureholders”) of the 10.0% convertible debentures due March 29, 2024 (the “Debentures”) of Chemistree Technology Inc. to be held at **the offices of Blake, Cassels & Graydon LLP, located at 1133 Melville Street, Suite 3500, The Stack, Vancouver, British Columbia.** or at any adjournment thereof.

<p>1. Restructuring Resolution. To consider and, if deemed appropriate, to adopt, with or without amendment, an extraordinary resolution, the full text of which is set forth in Appendix “A” of the accompanying management information circular, approving the repayment of all of the issued and outstanding Debentures in the aggregate principal amount of \$6,837,000 and extinguishment of all the Debentureholders’ rights and claims under the Debentures by way of issuance of common shares of the Company on the basis of a price of \$0.01 per Common share.</p>	For	Against
	<input type="checkbox"/>	<input type="checkbox"/>
<p>2. Trustee Authorization Resolution. To consider and, if deemed appropriate, to adopt, with or without amendment, an extraordinary resolution, the full text of which is set forth in Appendix “B” of the accompanying management information circular, authorizing Odyssey Trust Company to accept or consent on behalf of the Debentureholders to any plan of reorganization or restructuring transaction that may be made in any bankruptcy, liquidation, restructuring, or other insolvency proceeding relative to the Company, by taking action of any character in such proceeding without any further extraordinary resolution being required prior to such acceptance or consent being granted.</p>	For	Against
	<input type="checkbox"/>	<input type="checkbox"/>

<p>Authorized Signature(s) – This section must be completed for your instructions to be executed.</p> <p>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 as recommended by Management.</p>	<p>Signature(s):</p> <hr style="border: 0.5px solid black;"/>	<p>Date</p> <hr style="border: 0.5px solid black;"/> <p style="text-align: center;">MM / DD / YY</p>
---	--	--

INSTEAD OF MAILING THIS PROXY, YOU MAY SUBMIT YOUR PROXY USING SECURE ONLINE VOTING AVAILABLE ANYTIME:

This form of proxy is solicited by and on behalf of Management. Proxies must be received by 9:00 am, Vancouver Time, on April 3, 2024.

Notes to Proxy

1. Each holder has the right to appoint a person, who need not be a holder, to attend and represent them at the Meeting. If you wish to appoint a person other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided on the reverse.
2. If the securities are registered in the name of more than one holder (for example, joint ownership, trustees, executors, etc.) then all of the registered owners must sign this proxy in the space provided on the reverse. If you are voting on behalf of a corporation or another individual, you may be required to provide documentation evidencing your power to sign this proxy with signing capacity stated.
3. This proxy should be signed in the exact manner as the name appears 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 or withheld from voting, 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 to matters identified in the Notice of Meeting or other matters that may properly come before the meeting.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.



To Vote Your Proxy Online please visit:

<https://vote.odysseytrust.com>

You will require the CONTROL NUMBER printed with your address to the right.

If you vote by Internet, do not mail 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. A return envelope has been enclosed for voting by mail.