



000001

Mr A Sample
Designation (if any)
Add1
Add2
add3
add4
add5
add6

Security Class COMMON SHARES

Holder Account Number
C1234567890 IND

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Form of Proxy - Annual and Special Meeting to be held on April 2, 2015

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 March 31, 2015.

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.

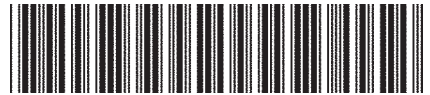


If you vote by telephone or the Internet, DO NOT mail back this proxy.

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 123456789012345



Appointment of Proxyholder

I/We, being holder(s) of Surrey Capital Corp. (the "Corporation") hereby appoint: Claude Ayache, Director, or failing him, Joseph Rauhala, Director

OR

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

[Empty box for appointing person]

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 and Special Meeting of shareholders of the Corporation to be held at 133 Richmond St. West, Suite 403, Toronto, Ontario on April 2, 2015 at 11:00 am EST and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT OVER THE BOXES.

1. Appointment of Auditors

The appointment of MNP, LLP, as auditors of the Corporation and the authorization of the directors of the Corporation to fix their remuneration.

For Withhold

[For] [Withhold]

2. Stock Option Plan

The renewal of the Stock Option Plan.

For Against

[For] [Against]

3. Number of Directors

The approval of the special resolution to fix the number of directors of the Corporation at five (5), and to empower the board of directors of the Corporation to determine from time to time the number of directors of the Corporation.

[For] [Against]

4. Election of Directors

Table with 3 columns of candidates (Claude Ayache, Dan Hussey, Elliott Jacobson, Joseph Rauhala, James Turner) and voting options (For, Withhold).

5. Acquisition of Securities

The approval of the resolution to acquire all of the issued and outstanding securities of Gestion Mobilman Inc. / Mobilman Management Inc.

For Against

[For] [Against]

6. Fix Number of Directors

The approval of the special resolution to fix the number of directors of the Corporation at six (6), and to empower the board of directors of the Corporation to determine from time to time the number of directors of the Corporation.

For Against

[For] [Against]

7. Election of Directors of the Corporation upon the completion of the acquisition

Table with 3 columns of candidates (Richard Barnowski, Mathieu Dupont, Elliott Jacobson, Joseph Rauhala, James Turner, Robert Young) and voting options (For, Withhold).

8. Name Change

The approval of the special resolution to change the name of the Corporation, subject to the completion of the acquisition of Mobilman Management Inc.

For Against

[For] [Against]

9. List Shares on Canadian Securities Exchange

To authorize the Corporation to list its common shares on to the Canadian Securities Exchange and to voluntarily delist the common shares of the Corporation from the TSX Venture Exchange upon the acquisition of Mobilman Management Inc.

[For] [Against]

Authorized Signature(s) – This section must be completed for your instructions to be executed.

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.

Signature(s)

Date

[Signature box]

MM / DD / YY

Interim Financial Statements – Mark this box if you would like to receive Interim Financial Statements and accompanying Management's Discussion and Analysis by mail.

[Box]

Annual Financial Statements – Mark this box if you would like to receive the Annual Financial Statements and accompanying Management's Discussion and Analysis by mail.

[Box]

Information Circular – Mark this box if you would like to receive the Information Circular by mail for the next securityholders' meeting.

[Box]

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/maillinglist.