MANUWEB SOFTWARE SYSTEMS INC.



9th Floor, 100 University Avenue Toronto, Ontario M5J 2Y1 www.computershare.com

Security Class

Holder Account Number

Voting Instruction Form ("VIF") - Annual and Special Meeting to be held on December 7, 2011

NON-REGISTERED (BENEFICIAL) SHAREHOLDERS

- We are sending to you the enclosed proxy-related materials that relate to a meeting of the holders of the series or class of securities that are held on your behalf by the intermediary identified above. Unless you attend the meeting and vote in person, your securities can be voted only by Management, as proxyholder of the registered holder, in accordance with your instructions.
- We are prohibited from voting these securities on any of the matters to be acted upon at the meeting without your specific voting instructions. In order for these securities to be voted at the meeting, it will be necessary for us to have your specific voting instructions. Please complete and return the information requested in this VIF to provide your voting instructions to us promptly.
- 3 If you wish to attend the meeting in person or appoint some other person or company, who need not be a shareholder, to attend and act on your behalf at the meeting or any adjournment or postponement thereof, please insert your name(s) or the name of your chosen appointee in the space provided (please see reverse).
- This VIF should be signed by you in the exact manner as your name appears on the VIF. If these voting instructions are given on behalf of a body corporate set out the full legal name of the body corporate, the name and position of the person giving voting instructions on behalf of the body corporate and the address for service of the body corporate.
 If this VIF is not dated, it will be deemed to bear the date on which it is mailed by Management to you.
- When properly signed and delivered, securities represented by this VIF will be voted as directed by you, however, if such a direction is not made in respect of any matter, the VIF will direct the voting of the securities to be made as recommended in the documentation provided by Management for the meeting.
- This VIF confers discretionary authority on the appointee to vote as the appointee sees fit in respect of amendments or variations to matters identified in the Notice of Meeting or other matters
 as may properly come before the meeting or any adjournment or postponement thereof.
- 8. Should you wish to receive a legal form of proxy, please write to Computershare at the address indicated above and one will be sent to you by mail. Please remember that a legal proxy is subject to all terms and conditions that apply to proxies as outlined in the documentation provided by Management including any cut-off time for receipt.
- 9. Your voting instructions will be recorded on receipt of the VIF and a legal form of proxy will be submitted on your behalf.
- 10. By providing voting instructions as requested, you are acknowledging that you are the beneficial owner of, and are entitled to instruct us with respect to the voting of, these securities.

To Vote Using the Internet

- 11. If you have any questions regarding the enclosed documents, please contact the Registered Representative who services your account.
- 12. This VIF should be read in conjunction with the accompanying documentation provided by Management.

VIFs submitted must be received by 11:00 AM, Pacific Time, on December 5, 2011.

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

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To Vote Using the Telephone

• Call the number listed BELOW from a touch tone telephone.

1-866-734-VOTE (8683) Toll Free

 Go to the following web site: www.investorvote.com

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

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.

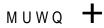
Voting by mail or by Internet are the only methods by which a holder may choose an appointee other than the Management appointees named on the reverse of this VIF. Instead of mailing this VIF, you may choose one of the two voting methods outlined above to vote this VIF.

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

CONTROL NUMBER

Appointee(s)

Management appointees are: Don Go	ordon,		OR	If you wish to attend appoint someone el: your behalf, print yo name of your appoir (see Note #3 on reve	se to attend ur name or ntee in this s	l on the			
as my/our appointee to attend, act and to vote in accordance with the following direction (or if no directions have been given, as the appointee sees fit) and all other matters that may properly come before the Annual and Special Meeting of shareholders of Manuweb Software Systems Inc. to be held at the Spanish Banks Boardroom, 2nd Floor, 510 Burrard Street, Vancouver, on December 7, 2011 at 11:00 AM (Pacific Time) and at any adjournment or postponement thereof.									
VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT OVER THE BOXES.									
1. Number of Directors To set the number of Directors at fir	/e.								
2. Election of Directors	For	Withhold		For	Withhold			For	Withhold
01. Van Potter			02. Brian Cameron			03. John I	Ragan		
04. Brent Bollong			05. Steve Hanson						
								For	Withhold
3. Appointment of Auditors Appointment of Buckley Dodds Char remuneration.	artered Ad	ccountants a	as Auditors of the Corpor	ation for the ensuing	year and a	uthorizing the	e Directors to fix their		
								For	Against
4. Consolidation Resolution To pass, with or without variation, the the common shares on the basis of	ne specia one (1) r	I resolution new share fo	set forth in Part I of the I or every seven (7) currer	nformation Circular at tly issued and outstar	uthorizing and ing share	and approving es.	g the consolidation of		
								For	Against
5. Acquisition Resolution #1 To pass with or without variation, the VisualVault Technologies Inc.	e special	l resolution :	set forth in Part I of the Ir	nformation Circular au	thorizing a	nd approving	the acquisition of		
								For	Against
6. Acquisition Resolution #2 To pass with or without variation, th Advantive Information Managemen	e special t Inc.	l resolution :	set forth in Part I of the Ir	nformation Circular au	thorizing a	nd approving	the acquisition of		
								For	Against
7. Name Change Resolution If Acquisition Resolution #1 is pass of the Information Circular authorizi	ed, to cor ng and a	nsider, and i pproving the	if thought advisable, to p a amendment of the com	ass with or without va pany's articles to cha	riation, the nge its nam	special resone to "Visual\	lution set forth in Part I /ault Corporation".		
Authorized Signature(s) - This instructions to be executed.	sectio	n must be	completed for your	Signature(s)			Date		
If you are voting on behalf of a corporat documentation evidencing your power to				ovide					YY
Interim Financial Statements - Mark i would like to receive Interim Financial S and accompanying Management's Disc Analysis by mail. If you are not mailing back your VIF, you	tatements ussion and		would like to rec and accompanyi Analysis by mail		l Statements ssion and	S	Should you wish to re legal proxy, refer to N reverse.		



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