## CERTIVE SOLUTIONS INC.



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

MUWQ 000001

SAM SAMPLE 123 SAMPLES STREET SAMPLETOWN SS X9X X9X CANADA

Security Class
COMMON SHARES

**Holder Account Number** 

C9999999999 IND

Fold

# Form of Proxy - Annual General and Special Meeting to be held on January 29, 2019

# 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 10:00 a.m. PST on January 25, 2019.

### 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.



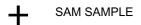
#### If you vote by telephone or the Internet, DO NOT mail back this proxy.

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 23456 78901 23456



C9999999999

IND C03



# **Appointment of Proxyholder**

I/We being holder(s) of Certive Solutions Inc. hereby appoint: Tom Marreel, or failing him, Tim Hyland, or failing him, Robert Kang,

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 Certive Solutions Inc. to be held at Suite 1140, 1185 W. Georgia Street, Vancouver, British Columbia, on Tuesday, January 29th at 10:00 a.m. PST and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT OVER THE BOXES.								For	Against	
Number of Directors     To set the number of Directors at five	e (5).									
2. Election of Directors	For	Withhold		For	Withhol	ld		For	Withhold	Fo
01. Tom Marreel			02. Scott Thomas			03. Tim Hyland				
04. Jack Saltich			05. Jeff Wareham							
								For	Withhold	
3. Appointment of Auditors Appointment of Buckley Dodds LLF	as Aud	itors of the	Company for the ensuing year	and authorizing	the Direc	ctors to fix their remunera	ation.			
								For	Against	
4. Stock Option Plan Resolution To consider and, if thought fit, pass, for the company.	with or v	vithout varia	ation, an ordinary resolution to	approve, ratify,	and confir	rm a 20% rolling stock op	otion plan			
								For	Against	
5. Amendment to the articles resolution To consider and, if thought fit, pass, with or without variation, a special resolution to replace the existing articles of the Company with the form of articles attached to the information circular as the new articles of the Company; and such alterations made to the Company's articles shall take effect upon deposit of this special resolution at the Company's records office.								Fo		
Authorized Signature(s) - This instructions to be executed.	sectior	n must be	completed for your	Signature(s)			Date			
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.					<u>DD1</u> N	<u>YY</u>				

MUWQ 285870 1PDIZ ARO 99999

## CERTIVE SOLUTIONS INC.



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

MUWQ 000002

SAM SAMPLE 123 SAMPLES STREET SAMPLETOWN SS X9X X9X AUSTRALIA

Security Class
COMMON SHARES

**Holder Account Number** 

C9999999999 IND

Fold

# Form of Proxy - Annual General and Special Meeting to be held on January 29, 2019

# 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.
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- 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.

Fold

Proxies submitted must be received by 10:00 a.m. PST on January 25, 2019.

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312-588-4290 Direct Dial



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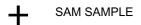
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To vote by telephone or the Internet, you will need to provide your CONTROL NUMBER listed below.

CONTROL NUMBER 23456 78901 23456



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# **Appointment of Proxyholder**

I/We being holder(s) of Certive Solutions Inc. hereby appoint: Tom Marreel, or failing him, Tim Hyland, or failing him, Robert Kang,

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 Certive Solutions Inc. to be held at Suite 1140, 1185 W. Georgia Street, Vancouver, British Columbia, on Tuesday, January 29th at 10:00 a.m. PST and at any adjournment or postponement thereof.

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3. Appointment of Auditors Appointment of Buckley Dodds LLF	as Aud	itors of the	Company for the ensuing year	and authorizing	the Direc	ctors to fix their remunera	ation.			
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4. Stock Option Plan Resolution To consider and, if thought fit, pass, for the company.	with or v	vithout varia	ation, an ordinary resolution to	approve, ratify,	and confir	rm a 20% rolling stock op	otion plan			
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5. Amendment to the articles resolution To consider and, if thought fit, pass, with or without variation, a special resolution to replace the existing articles of the Company with the form of articles attached to the information circular as the new articles of the Company; and such alterations made to the Company's articles shall take effect upon deposit of this special resolution at the Company's records office.								Fo		
Authorized Signature(s) - This instructions to be executed.	sectior	n must be	completed for your	Signature(s)			Date			
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.					<u>DD1</u> N	<u>YY</u>				

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