

Security Class

Holder Account Number

Fold

Form of Proxy - Annual General and Special Meeting of Shareholders to be held on September 6, 2022

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 Management Nominees 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 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(s) appear(s) on the proxy.
4. If a date is not inserted in the space provided on the reverse of this proxy, it will be deemed to bear the date on which it was mailed to the holder by Management.
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, and the proxy appoints the Management Nominees listed on the reverse, 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. If you have 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 and Management Information Circular or other matters that may properly come before the meeting or any adjournment or postponement thereof, unless prohibited by law.
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 am, Toronto Time, on September 1, 2022.

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



Appointment of Proxyholder

I/We being holder(s) of securities of Leviathan Natural Products Inc. (the "Corporation") hereby appoint: Tanvi Bhandari, or failing this person, Lucas Leone, or failing this person, Harshil Chovatiya (the "Management Nominees")

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 on all other matters that may properly come before the Annual General and Special Meeting of shareholders of the Corporation to be held at 150 Ferrand Drive, Suite 800, Toronto, ON M3C 3E5 on September 6, 2022 at 10:00 am, Toronto 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 three (3).

For **Against**

2. Election of Directors

For **Withhold**

For **Withhold**

For **Withhold**

01. Tanvi Bhandari

02. Lucas Leone

03. Rupalee Mehta

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3. Appointment of Auditors

Appointment of Clearhouse LLP as Auditors of the Corporation for the ensuing year and authorizing the Directors to fix their remuneration.

For **Withhold**

4. Corporate Name Change

BE IT RESOLVED THAT:

- (1) The articles of incorporation of Leviathan Natural Products Inc. (the "Corporation") be amended pursuant to Section 168(1) of the Business Corporations Act (Ontario) (the "Act") to change the name of the Corporation from "Leviathan Natural Products Inc." to "1CM Inc." (the "Name Change");
- (2) The board of directors of the Corporation be and is hereby authorized to revoke this special resolution and abandon or terminate the Name Change if determined to be appropriate and in the best interest of the Corporation to do so without further confirmation, ratification or approval of the shareholders of the Corporation; and
- (3) Any director or officer of the Corporation be and is hereby authorized and directed, for and on behalf of the Corporation, to do all such further acts and to execute and deliver all such further documents or instruments as may be required in order to give effect to the foregoing resolutions and all such acts and all such documents or instruments so executed shall be deemed to have been authorized by these resolutions.

For **Against**

5. Share Consolidation

BE IT RESOLVED THAT:

- (1) The articles of incorporation of Leviathan Natural Products Inc. (the "Corporation") be amended pursuant to Section 168(1) of the Business Corporations Act (Ontario) (the "Act") to effect a share consolidation of all issued and outstanding shares in the capital of the Corporation on a six (6) Common share pre-consolidation basis for one (1) new post-consolidation Common share (the "Share Consolidation");
- (2) The board of directors of the Corporation be and is hereby authorized to revoke this special resolution and abandon or terminate the Share Consolidation if determined to be appropriate and in the best interest of the Corporation to do so without further confirmation, ratification or approval of the shareholders of the Corporation; and
- (3) The holders of Common shares outstanding immediately prior to the date that the Share Consolidation is effected (the "Effective Date") shall not be entitled to receive any fractional post-consolidation Common shares following the Share Consolidation, and such fractional Common share shall be rounded up to the next whole number;
- (4) The Share Consolidation is hereby authorized, effective the date hereof, with fractional shares to be rounded up to the next whole number;
- (5) Computershare is hereby authorized to update the Corporation's securities' register accordingly, and directed to issue replacement share certificates or Direct Registration System ("DRS") advices to any holder of the post-consolidation Common share upon presentation and surrender to the Corporation for cancellation of a certificate or DRS of the pre-consolidation Common shares;
- (6) Any director or officer of the Corporation be and is hereby authorized and directed, for and on behalf of the Corporation, to do all such further acts and to execute and deliver all such further documents or instruments as may be required in order to give effect to the foregoing resolutions and all such acts and all such documents or instruments so executed shall be deemed to have been authorized by these resolutions.

For **Against**

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6. Reapproval of 2019 Amended and Restated Stock Option Plan

WHEREAS, in accordance with section 3.04(b) of the Corporation's 2019 Amended and Restated Stock Option Plan (the "2019 Plan") which requires the 2019 Plan to receive shareholder approval at least every three years at the Corporation's annual general meeting;

BE IT RESOLVED THAT:

- (1) the 2019 Amended and Restated Option Plan be and the same is hereby ratified, confirmed and approved;
- (2) any director or officer be and is hereby authorized to amend the stock option plan of the Corporation should such amendments be required by applicable regulatory authorities including, but not limited to, the Canadian Securities Exchange; and
- (3) any one director or officer of the Corporation be and is hereby authorized and directed to do all such things and to execute and deliver all documents and instruments as may be necessary or desirable to carry out the terms of this resolution.

For **Against**

Signature of Proxyholder

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, and the proxy appoints the Management Nominees, this Proxy will be voted as recommended by Management.**

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.

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.

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.

