



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

Security Class

Holder Account Number

# Form of Proxy - Annual General and Special Meeting to be held on July 7, 2015

## This Form of Proxy is solicited by and on behalf of Management.

### Notes to proxy

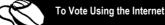
- 1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
- 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.

#### Proxies submitted must be received by 10:00 AM (Vancouver Time) on July 3, 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



- 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**

I/We being holder(s) of GeoNovus N Wowk, a Director of the Company, or f and Chief Financial Officer of the Com	failing him, J	hereby app John Masters	oint: Joseph s, the Secretary	OR	Print the name of t appointing if this p other than the Cha Meeting.	erson is	sóme					
as my/our proxyholder with full power given, as the proxyholder sees fit) and 700 - 401 West Georgia Street, Vanco	all other ma	atters that ma	ay properly come	before the	Annual General and S	pecial Me	eting	of shareholders of GeoN	ovus Media Cor	directions l p. to be he	have been ld at Suite	
VOTING RECOMMENDATIONS ARE		d by <mark>high</mark> i	IGHTED TEXT	OVER THE	BOXES.							
										For	Against	
1. Number of Directors To set the number of Directors at	five.											
2. Election of Directors	For	Withhold	I		For	With	hold			For	Withhold	Fold
01. Timothy Marlowe			02. Joseph W	/owk				03. Colin Wiebe				
04. Richard Rainey			05. Gabriel N	apora								
										For	Withhold	
3. <b>Appointment of Auditors</b> Appointment of Davidson & Comp to fix their remuneration.	any LLP, (	Chartered A	ccountants, as	Auditors of	of the Company for t	he ensu	ing ye	ear and authorizing the	e Directors			
										For	Against	
4. Approval of Stock Option Pla To consider and, if thought fit, to p		linary resol	ution ratifying a	nd approv	ing the existing 10%	rolling	Stock	Option Plan of the Co	ompany.			
										For	Against	
5. Alteration of Articles To consider and, if thought fit, to p accompanying Information Circula		cial resoluti	on authorizing t	he alterati	on of the Company'	s Articles	s, as r	more fully set forth in t	he			
										For	Against	 Fold
6. Transact Other Business To transact such further or other b	ousiness as	s may prope	erly come befor	e the Mee	ting and any adjourr	iment or	<sup>-</sup> post	ponement thereof.				
Authorized Signature(s) - Th	is sectior	n must be	completed f	or your	Signature(s)				Date			
instructions to be executed.			-	-								
I/We authorize you to act in accordanc revoke any proxy previously given with indicated above, this Proxy will be a	respect to roted as red	the Meeting.	If no voting inst by Managemen	tructions a it.	y re				<u>DD</u> ]	<u> </u>	<u> </u>	
Interim Financial Statements - Mark this b like to receive Interim Financial Statements accompanying Management's Discussion a mail.	and nd Analysis b	у	like to receive th accompanying M mail.	ne Annual Fin Management'	ts - Mark this box if you w nancial Statements and 's Discussion and Analysi	s by						
If you are not mailing back your proxy, you r	may register c	nline to receiv	e the above financia	al report(s) by	y mail at www.computersł	are.com/m	nailingli	ist.				
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