

NEXTLEAF SOLUTIONS LTD.

Voting Instruction Form (“VIF”) – Annual General and Special Meeting to be held on Tuesday, December 19, 2023 at 10:00 a.m.

Appointment of Appointee

I/We being the undersigned holder(s) of Nextleaf Solutions Ltd. hereby appoints **Emma Andrews** or failing this person, **Charles Ackerman**

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 appointee 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 appointee sees fit) and all other matters that may properly come before the **Annual General and Special Meeting** (the “Meeting”) of **Nextleaf Solutions Ltd.** (the “Corporation”) to be held at **250 Howe Street, 20th floor, Vancouver, BC V6C 1V4, on Tuesday, December 19, 2023 at 10:00 a.m.** (Vancouver Time) or at any adjournment thereof.

1. Number of Directors. To set the number of directors to be elected at the Meeting at four (4).						For <input type="checkbox"/>	Against <input type="checkbox"/>
2. Election of Directors.	For	Withhold		For	Withhold	For	Withhold
a. Emma Andrews	<input type="checkbox"/>	<input type="checkbox"/>	b. Sam Kassem	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d. Sherry Boodram	<input type="checkbox"/>	<input type="checkbox"/>	c. Fred Bonner			<input type="checkbox"/>	<input type="checkbox"/>
3. Appointment of Auditors. To appoint Davidson & Company LLP as Auditors of the Corporation for the ensuing year and to authorize the Directors to fix their remuneration.						For <input type="checkbox"/>	Withhold <input type="checkbox"/>
4. Shareholder Rights Plan. To approve the shareholder rights plan.						For <input type="checkbox"/>	Against <input type="checkbox"/>

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

Signature(s):

Date

I/we authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any VIF previously given with respect to the Meeting. If no voting instructions are indicated above, **this VIF will be voted as recommended by Management.**

/ /
MM / DD / YY

Interim Financial Statements – Check the box to the right if you would like to receive interim financial statements and accompanying Management’s Discussion & Analysis by mail. See reverse for instructions to sign up for delivery by email.

Annual Financial Statements – Check the box to the right if you would like to receive the Annual Financial Statements and accompanying Management’s Discussion and Analysis by mail. See reverse for instructions to sign up for delivery by email.

This VIF is solicited by and on behalf of Management.

VIFs must be received by 10:00 a.m., Pacific Standard Time, on Friday, December 15, 2023.

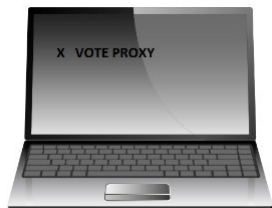
Notes to VIF

1. This VIF and the accompanying documentation provided by Management relate to a meeting of the holders of the series or class of securities that are held on your behalf by the intermediary identified below. Please complete and return this VIF promptly.

Proximate Intermediary Name, Code or Identifier: _____

2. Each holder has the right to appoint a person, who need not be a holder, to attend and represent him or her at the Meeting. If you wish to appoint a person other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided on the reverse. The person whose name is written in the space provided will have full authority to present matters to the Meeting and vote on all matters presented at the Meeting, even if those matters are not set out in this VIF or the accompanying documentation. Please consult a legal advisor if you wish to modify the authority of that person in any way.
3. If you wish to attend the Meeting and vote in person, write your name in the space provided for that purpose on the reverse.
4. If the securities are registered in the name of more than one holder (for example, joint ownership, trustees, executors, etc.) then all of the registered owners must sign this VIF in the space provided on the reverse. If you are voting on behalf of a corporation, set out the full legal name, the name and position of the person giving instructions and the address for service of the corporation. 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 VIF with signing capacity stated.
5. This VIF should be signed in the exact manner as the name appears on the VIF.
6. If this VIF is not dated, it will be deemed to bear the date on which it is mailed by Management to the holder.
7. Unless you attend the Meeting, the securities represented by this VIF will be voted as directed by the holder; however, if such a direction is not made in respect of any matter, this VIF will be voted as recommended by Management.
8. The securities represented by this VIF will be voted or withheld from voting, 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.
9. This VIF confers discretionary authority in respect of amendments to matters identified in the Notice of Meeting or other matters that may properly come before the meeting.
10. This VIF should be read in conjunction with the accompanying documentation provided by Management.

INSTEAD OF MAILING THIS VIF, YOU MAY SUBMIT YOUR VIF USING SECURE ONLINE VOTING AVAILABLE ANYTIME:



To Vote Your VIF Online please visit:

<https://login.odysseytrust.com/pxlogin> and click on

VOTE

You will require the CONTROL NUMBER printed with your address to the right.

If you vote by Internet, do not mail this VIF.

To request the receipt of future documents via email and/or to sign up for Securityholder Online services,

you may contact Odyssey Trust Company at www.odysseycontact.com.

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. A return envelope has been enclosed for voting by mail.