

SWEET POISON SPIRITS INC.
(the "Company")

Annual General Meeting
Thursday, November 14, 2024, 9:00 a.m. PST
Virtual Meeting (via Zoom)
(the "Meeting")



Proxy Voting – Guidelines and Conditions

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 a company is appointed as proxyholder, the individual representing the proxyholder at the meeting must provide documentation evidencing his/her power to act on behalf of such proxyholder, such documentation to be acceptable to the Chairman of the meeting. Instructions for completing the proxy are more fully set out in the accompanying Information Circular, which should be carefully followed in order that your shares are validly voted at the meeting.
3. 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, such documentation to be acceptable to the Chairman of the meeting.
4. This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
5. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by Management to the holder.
6. 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.
7. The securities represented by this proxy will be voted in favor 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.
8. 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.
9. This proxy should be read in conjunction with the accompanying documentation provided by Management.

Electronic Delivery
If you are a registered securityholder and wish to enroll for electronic delivery for future issuer communications including meeting related materials, financial statements, DRS, etc., where applicable, you may do so:
1) After you vote online at www.voteproxyonline.com using your control number.
2) Through TSX Trust's online portal, Investor Insite. You may log in or enroll at <https://www.tsxtrust.com/investor-login>
For details go to www.tsxtrust.com/consent-to-electronic-delivery

VOTING METHOD	
INTERNET	Go to www.voteproxyonline.com and enter the 12 digit control number above 
FACSIMILE	416-595-9593
MAIL or HAND DELIVERY	TSX Trust Company 301 - 100 Adelaide Street West Toronto, Ontario, M5H 4H1

Investor inSite
TSX Trust Company offers at no cost to holders, the convenience of secure 24-hour access to all data relating to their account including summary of holdings, transaction history, and links to valuable holder forms and Frequently Asked Questions.
To register, please visit: <https://www.tsxtrust.com/t/investor-hub/forms/investor-insite-registration> and complete the registration form

For assistance, please contact TSX TRUST INVESTOR SERVICES.
Mail: 301 - 100 Adelaide Street West Toronto, ON, M5H 4H1
Tel: 1-866-600-5869
Web: <https://www.tsxtrust.com/t/investor-hub/forms/investor-insite-registration>
Email: tsxtis@tmx.com

FORM OF PROXY ("PROXY")
SWEET POISON SPIRITS INC.

(the "Company")

Annual General Meeting
Thursday, November 14, 2024, 9:00 a.m. PST
Virtual Meeting (via Zoom)

CONTROL NUMBER:

SECURITY CLASS: COMMON SHARES

RECORD DATE: Oct. 4, 2024

FILING DEADLINE FOR PROXY: Tuesday, November 12, 2024, 9:00 a.m. PST

APPOINTEES

The undersigned hereby appoints **Robert Eadie, Chief Executive Officer, President and Director** of the Company, or failing this person, **Gary Arca, Chief Financial Officer, Corporate Secretary and Director** of the Company (the "Nominees"), or instead of any of them, the following Appointee

Please print appointee name

as proxyholder on behalf of the undersigned with the power of substitution to attend, act and vote for and on behalf of the undersigned in respect of all matters that may properly come before the Meeting and at any adjournment(s) or postponement(s) thereof, to the same extent and with the same power as if the undersigned were personally present at the said Meeting or such adjournment(s) or postponement(s) thereof in accordance with voting instructions, if any,

- SEE VOTING GUIDELINES ON REVERSE -

RESOLUTIONS – MANAGEMENT VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT ABOVE THE BOXES

1. Number of Directors	FOR	AGAINST
To Set the Number of Directors at three (3).	<input type="checkbox"/>	<input type="checkbox"/>
2. Election of Directors	FOR	WITHHOLD
a) Gary Arca	<input type="checkbox"/>	<input type="checkbox"/>
b) Robert Eadie	<input type="checkbox"/>	<input type="checkbox"/>
c) Gina Pala	<input type="checkbox"/>	<input type="checkbox"/>
3. Appointment of Auditor	FOR	WITHHOLD
Appointment of Davidson & Company LLP, Chartered Professional Accountants as Auditor of the Corporation for the ensuing year and authorizing the Directors to fix their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>

This proxy revokes and supersedes all earlier dated proxies and **MUST BE SIGNED**

PLEASE PRINT NAME

Signature of registered owner(s)

Date (MM/DD/YYYY)