



Form of Proxy



I/We, being holders of common shares of EcoSynthetix Inc. (the “Company”), hereby appoint Paul Lucas, the Chairman of the Board of Directors of the Company, or, failing him, Jeff MacDonald, the Chief Executive Officer of the Company, OR

In the proxy holder’s discretion, the proxy holder is authorized to act on amendments or variations to matters identified in the Notice of Meeting or any additional matters that may be properly brought before the Meeting or any adjournments or postponements thereof.

To appoint someone to attend the Meeting on your behalf, print that name here

as proxy of the undersigned, to attend, act and vote on behalf of the undersigned in accordance with the below direction (or if no directions have been given, as the proxy sees fit) on all the following matters and any other matter that may properly come before the Annual Meeting of Shareholders of the Company to be held at 1:00 p.m. (Toronto time) on June 12, 2019, at the Ron Joyce Centre of the DeGroot School of Business located at 4350 South Service Road, Burlington, Ontario, Canada, L7L 5R8 (the “Meeting”), and at any and all adjournments or postponements thereof in the same manner, to the same extent and with the same powers as if the undersigned were personally present, with full power of substitution.

I/We authorize you to act in accordance with my/our instructions set out herein. I/We hereby revoke any instructions previously given with respect to the Meeting. **If no voting instructions are indicated above, the common shares represented by this proxy are to be voted: (i) FOR the election as directors of all the nominees (listed herein) proposed by Management; and (ii) FOR the appointment of PricewaterhouseCoopers LLP as auditors of the Company and authorizing the Company’s directors to fix the auditors’ remuneration. On any amendments or variations proposed or any new business submitted properly before the Meeting, I/we authorize you to vote as you see fit.**

You have the right to appoint a proxy holder (who need not be a shareholder) other than those designated above, to attend, vote and act on your behalf at the Meeting and, unless you prefer to complete another proper form of proxy, you may use the above space for that purpose.

Signature(s) **Date**

Please sign exactly as your name appears on this Form of Proxy. Please see reverse for additional instructions. Your control number is located below. This Form of Proxy must be received by the proxy cut-off date on June 10, 2019 by 1:00 p.m. (Toronto time).

Management recommends voting FOR the following Resolutions. Please use dark black pencil or pen.

1. Election of Directors	FOR	WITHHOLD
01. Paul Lucas	<input type="checkbox"/>	<input type="checkbox"/>
02. Jeff MacDonald	<input type="checkbox"/>	<input type="checkbox"/>
03. Susan Allen	<input type="checkbox"/>	<input type="checkbox"/>
04. Martin Hubbes	<input type="checkbox"/>	<input type="checkbox"/>
05. Jeffrey Nodland	<input type="checkbox"/>	<input type="checkbox"/>

2. Appointment of Auditors	FOR	WITHHOLD
To appoint PricewaterhouseCoopers LLP, as auditors of the Company and to authorize the Company’s directors to fix the auditors’ remuneration.	<input type="checkbox"/>	<input type="checkbox"/>



How to Vote

Form of Proxy – Annual Meeting of Shareholders of EcoSynthetix Inc., to be held on June 12, 2019 at 1:00 p.m. (ET)(the “Meeting”)

Notes to Proxy:

1. We are sending to you the enclosed proxy-related materials that relate to the Meeting of the holders of the common shares of EcoSynthetix Inc. Unless you attend the Meeting and vote in person, your securities can be voted only by Management or other duly appointed proxy holder, as proxy holder of the registered holder, in accordance with your instructions.
2. If the securities are registered in the name of an executor, administrator or trustee, please sign exactly as your name appears on this proxy. If the securities are registered in the name of a deceased or other holder, the proxy must be signed by the legal representative with his or her name printed below his or her signature, and evidence of authority to sign on behalf of the deceased or other holder must be attached to this proxy.
3. Some holders may own securities as both a registered and a beneficial holder; in which case you may receive more than one Management Information Circular and will need to vote separately as a registered and beneficial holder. Beneficial holders may be forwarded either a form of proxy already signed by the intermediary or a voting instruction form to allow them to direct the voting of securities they beneficially own. Beneficial holders should follow instructions for voting conveyed to them in the applicable voting instruction form.
4. If a security is held by two or more individuals, any one of them present or represented by proxy at the Meeting may, in the absence of the other or others, vote at the Meeting. However, if one or more of them are present or represented by proxy, they must vote together the number of securities indicated on the proxy.
5. **This Form of Proxy should be signed by you in the exact manner as your name appears on the Form of Proxy. If these voting instructions are given on behalf of a body corporate set out the full legal name of the body corporate, the name and position of the person giving voting instructions on behalf of the body corporate and the address for service of the body corporate.** If the holder is a corporation, a duly authorized officer or attorney of the corporation must sign this proxy, and if the corporation has a corporate seal, its corporate seal should be affixed.
6. **When properly signed and delivered, securities represented by this Form of Proxy will be voted as directed by you, however, if such a direction is not made in respect of any matter, the Form of Proxy will direct the voting of the securities to be made as recommended in the documentation provided by Management for the Meeting.**
7. This Form of Proxy confers discretionary authority on the appointee to vote as the appointee sees fit in respect of amendments or variations to matters identified in the Notice of Meeting or other matters as may properly come before the Meeting or any adjournment or postponement thereof.
8. Your voting instructions will be recorded on receipt of the Form of Proxy.
9. This Form of Proxy should be read in conjunction with the Management Information Circular and other proxy materials provided by Management.

This proxy is solicited by and on behalf of Management of the Company.

TELEPHONE

Use any touch-tone phone, call toll free 1-888-489-7352 and follow the voice instructions

INTERNET

Vote via the internet at www.astvotemyproxy.com

To vote by telephone or Internet you will need your control number. If you vote by telephone or Internet, do not return this Form of Proxy.

MAIL, FAX OR EMAIL

- Complete and return your signed Proxy in the envelope provided or send to:

AST Trust Company (Canada) (“AST”)
Proxy Department
P.O. Box 721
Agincourt, ON M1S 0A1

- You may alternatively fax your Proxy toll free to: 1-866-781-3111 or 416-368-2502 (within the 416 area code) or scan and email to: proxyvote@astfinancial.com

An undated Form of Proxy is deemed to be dated on the day it was received by AST.

This Form of Proxy must be received by the cut-off date: June 10, 2019 by 1:00 p.m. (Toronto time).