



Security Class

Holder Account Number

Fold

**Form of Proxy - Annual and Special Meeting scheduled to be held on Tuesday, May 10, 2022**

This Form of Proxy (this “proxy”) is solicited by and on behalf of Management (“Management”) of MCAN Mortgage Corporation (the “Corporation”).

**Notes to proxy**

1. If you want to attend and vote at the meeting, please write your name in the blank space provided for that purpose on the reverse of this form. Every shareholder has the right to appoint some other person or company of their choice, who need not be the Corporation or a shareholder of the Corporation, to attend and act on their behalf at the meeting. 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 on the reverse and return your proxy by mail or vote by internet at [www.investorvote.com](http://www.investorvote.com). In addition, YOU MUST go to <http://www.computershare.com/MCAN> by 5:00 p.m., Toronto time, on May 6, 2022, and provide Computershare with the required information for the chosen proxyholder so that Computershare may provide the proxyholder with a username via email. This username will allow your proxyholder to log in to and vote at the meeting. Without a username, your proxyholder will only be able to log in to the meeting as a guest and will not be able to vote.
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 holders 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 appears 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 shareholder.
5. **The securities represented by this proxy will be voted as directed by the shareholder. In the absence of such directions, this proxy will be voted FOR the matters listed in items 1, 2, 3, 4 and 5 and with respect to item 2, the votes will be distributed equally among the nominated directors.**
6. The securities represented by this proxy will be voted or withheld from voting, in accordance with the instructions of the shareholder, on any ballot that may be called for and, if the shareholder 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 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 Notice of Annual and Special Meeting of Shareholders and Management Information Circular.

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To Vote Using the Internet	To Vote by Mail	To Vote by Fax	To Receive Documents Electronically	To Virtually Attend the Meeting
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• Go to the following website:  
[www.investorvote.com](http://www.investorvote.com)

• **Smartphone?**  
Scan the QR code to vote now.



• Complete, sign and date the reverse hereof.

• Return this proxy in the envelope provided.

• Complete, sign and date the reverse hereof.

• Forward it by fax (toll-free in Canada and the U.S.) to 1-866-249-7775.

• Forward it by fax to (416) 263-9524 for calls outside Canada and the U.S.

• You can enroll to receive future securityholder communications electronically by visiting [www.investorcentre.com](http://www.investorcentre.com).

• You can attend the meeting virtually by visiting the URL provided on the back of this proxy.

Proxies submitted must be received by 5:00 pm, Toronto Time, Friday, May 6, 2022.

**Voting by mail or fax** is the only method for shares held in the name of a corporation or shares being voted on behalf of another individual.

**Voting by mail, fax or the internet** are the only methods by which a shareholder may appoint a person as proxyholder other than the Management nominees named on the reverse of the proxy. Instead of mailing this proxy, you may choose to vote using the internet or by faxing in this proxy.

To vote via the Internet, you will need to provide your CONTROL NUMBER listed below.

**CONTROL NUMBER**



# Form of Proxy - MCAN Mortgage Corporation

This Form of Proxy (this "proxy") is solicited by and on behalf of Management ("Management") of MCAN Mortgage Corporation (the "Corporation")

The undersigned shareholder of common shares of the Corporation hereby revokes any proxy previously given and hereby appoints Derek G. Sutherland or failing him, Gaelen J. Morphet

OR

(Print the name of the person you are appointing if this person is someone instead of the foregoing in the blank space provided)

**Note:** If you are appointing a proxyholder other than the Management nominees, YOU MUST return your proxy by mail and go to <http://www.computershare.com/MCAN> by 5:00 p.m., Toronto time, May 6, 2022, and provide Computershare with the required information for your appointee so that Computershare may provide the appointee with a username via email. This username will allow your appointee to log into and vote at the Meeting. Without a username your proxyholder will only be able to log into the Meeting as a guest and will not be able to vote.

as my/our proxyholder with full power of substitution and to vote in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and all other matters that may properly come before the **Annual and Special Meeting of the shareholders of the Corporation (the "Meeting") to be held via live video webcast online at <https://web.lumiagn.com/460905079>, on Tuesday, May 10, 2022 at 4:30 p.m. (Toronto time), and at any adjournment or postponement thereof.**

The Board of Directors and Management recommend that shareholders vote **FOR** the following matters:

	<b>FOR</b>	<b>AGAINST</b>		<b>FOR</b>	<b>WITHHOLD</b>
<b>1. Amendment to Section 3.01 of By-law No. Ten</b> <i>The text of the amendment is set out in the accompanying Management Information Circular.</i>	▶ <input type="checkbox"/>	<input type="checkbox"/>		▶ <input type="checkbox"/>	<input type="checkbox"/>

	<b>FOR</b>	<b>AGAINST</b>		<b>FOR</b>	<b>AGAINST</b>
<b>2. Election of Directors (by cumulative voting)</b> <b>VOTE FOR</b> the election as directors of each of the nominees proposed in the accompanying Management Information Circular, distributing my votes equally among them.	▶ <input type="checkbox"/>	<input type="checkbox"/>		▶ <input type="checkbox"/>	<input type="checkbox"/>

**OR**  
**VOTE FOR** the election as directors of one or more of the nominees proposed in the accompanying Management Information Circular, distributing my votes as indicated below. Strike out the name of the nominee(s) for whom you are withholding your vote. Your votes will be distributed equally among the nominees for whom you have not withheld your vote, unless you indicate a different allocation.

Nominee	No. of Votes	Nominee	No. of Votes
Bonnie Agostinho		Gordon J. Herridge	
Brian W. Chu		Gaelen J. Morphet	
John E. Coke		Derek G. Sutherland	
Glenn Doré		Karen H. Weaver	
Philip C. Gillin			
Total Number of Votes Cast:			

	<b>FOR</b>	<b>AGAINST</b>
<b>3. Appointment of Auditors</b> Appointment of Ernst & Young LLP, Toronto, as auditors of the Corporation.	▶ <input type="checkbox"/>	<input type="checkbox"/>
<b>4. Amendments to Article 8 of By-law No. Ten</b> <i>The text of the amendments is set out in the accompanying Management Information Circular.</i>	▶ <input type="checkbox"/>	<input type="checkbox"/>
<b>5. Advisory Vote on Board's approach to Executive Compensation</b> <i>The text of the advisory resolution accepting the Board's approach to executive compensation is set out in the accompanying Management Information Circular.</i>	▶ <input type="checkbox"/>	<input type="checkbox"/>

**OR**  
**WITHHOLD FROM VOTING** in respect of each director. ▶

## Authorized Signature(s) - Sign Here - This section must be completed for your instructions to be executed.

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, this proxy will be voted as recommended by Management.

Signature(s)

Date

### Financial Statements Request

In accordance with securities regulations, shareholders may elect annually to receive financial statements, if they so request. If you wish to receive such mailings, please mark your selection.

### Interim Financial Statements and related MD&A

Mark this box if you would like to receive interim financial statements by mail.

### Annual Financial Statements and related MD&A

Mark this box if you do not want to receive the annual financial statements by mail.

