

**OTTAWA HUMANE SOCIETY
("OHS" or "Corporation")**

**FORM OF PROXY – ANNUAL MEETING OF MEMBERS
TO BE HELD ON OCTOBER 18, 2022**

This Form of Proxy (the "Proxy") is for use at the annual meeting of the members of Ottawa Humane Society to be held on October 18, 2022 ("Meeting").

Notes to Proxy:

1. The Proxy may only be used at the annual meeting of members of the Corporation to be held on October 18, 2022 or a continuation of that meeting after an adjournment.
2. You may appoint a proxyholder, other than Travis Webb or Bruce Roney to attend and act on your behalf at the Meeting. Your proxy holder need not be a member. If you wish to appoint a proxy holder other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided.
3. The membership represented by your Proxy will be voted or withheld from voting, in accordance with your instructions on any ballot that may be called for and, if you have specified a choice with respect to any matter to be acted on as set out below, the membership will be voted accordingly;
4. When the Proxy is signed, and you do not indicate a choice for any matter set out below for which a "For" or "Against" vote is called, you confer authority for your proxyholder to vote **"FOR"** each such matter.
5. The Proxy must be signed by you.
6. If this Proxy is not dated, it will be deemed to bear the date on which it is received by or on behalf of the Corporation.
7. Only individuals who were members of the Corporation in good standing by April 18, 2022, may vote. A renewing member whose membership renewal date falls between April 18, 2022 and October 18, 2022 is considered in good standing if he or she has renewed his or her membership, including payment of all applicable membership dues, prior to the membership renewal date, or within the following three months, but in any event, prior to the Meeting.

Proxies submitted must be received prior to the commencement of the Meeting.

Please send your completed, signed and dated Proxy: (1) by mail to Ottawa Humane Society, 245 West Hunt Club Road, Ottawa, Ontario K2E 1A6; (2) by fax to 613-725-5674; or (3) by personal delivery to the registrar of the Meeting.

I, the undersigned, being the designated member representative of a voting member of Ottawa Humane Society hereby appoint

(Print proxyholder's name)

or failing him/her, Travis Webb (chair of the Corporation), or failing him, Bruce Roney (president and CEO of the Corporation), as my proxyholder, to attend and act on my behalf at the Meeting in accordance with my instructions herein in the same manner, to the same extent and with the same power, including the authority to vote, as if I was personally present at the said meeting or such adjournment thereof. This Proxy confers discretionary authority on the proxyholder to vote as such proxyholder sees fit in respect of each matter set forth herein if no choice is specified and in respect of any amendments or variations to matters identified in the notice of the Meeting. If I do not specify a choice with respect to any matter, the proxyholder designated by this Proxy will vote **FOR** all items. I hereby revoke any previous proxy previously given with respect to the Meeting.

1. Receipt of the audited financial statements of the Corporation for the fiscal period ending on March 31, 2022 and the auditor's report thereon.

FOR **WITHHOLD**

2. Appointment of BDO Canada to hold office as the public accountant of the Corporation until the close of the next annual meeting with the directors of the Corporation being authorized to set the remuneration of the public accountant.

FOR **WITHHOLD**

3. Election of Directors nominated by the Nominating Committee of the Corporation for election to hold office until the close of the 2023 annual meeting of members, subject to the by-laws of the Corporation. **You may vote "For" up to eight (8) nominees for election as director in total.**

01. Jean Nelson	FOR <input type="checkbox"/>	WITHHOLD <input type="checkbox"/>
02. Liz Tymon	FOR <input type="checkbox"/>	WITHHOLD <input type="checkbox"/>
03. Jenny Howard	FOR <input type="checkbox"/>	WITHHOLD <input type="checkbox"/>

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|------------------------------------|-------------------------------------|--|
| 04. Jessica Hertzog-Grenier | FOR <input type="checkbox"/> | WITHHOLD <input type="checkbox"/> |
| 05. Kate McGregor | FOR <input type="checkbox"/> | WITHHOLD <input type="checkbox"/> |
| 06. Sabrina Diotte | FOR <input type="checkbox"/> | WITHHOLD <input type="checkbox"/> |
| 07. Stuart Barr | FOR <input type="checkbox"/> | WITHHOLD <input type="checkbox"/> |
| 08. Medhi Alizadeh | FOR <input type="checkbox"/> | WITHHOLD <input type="checkbox"/> |

4. All by-laws, contracts, acts and proceedings of the directors made since the 2021 annual and special meeting of members are approved and confirmed.

FOR **WITHHOLD** **AGAINST**

Dated the _____ day of _____, 2022

Signature

Print Your Name