

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

**FORM OF PROXY – ANNUAL MEETING OF MEMBERS
TO BE HELD ON SEPTEMBER 12, 2023**

This Form of Proxy (the "Proxy") is for use at the annual meeting of the members of Ottawa Humane Society to be held on September 12, 2023 ("Meeting").

Notes to Proxy:

1. The Proxy may only be used at the annual meeting of members of the Corporation to be held on September 12, 2023 or a continuation of that meeting after an adjournment.
2. You may appoint a proxyholder, other than Travis Webb or Sharon Miko to attend and act on your behalf at the Meeting. Your proxyholder need not be a member. If you wish to appoint a proxyholder 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 March 12, 2023, may vote. A renewing member whose membership renewal date falls between March 12, 2023 and September 12, 2023 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 email to the executive assistant, ea@ottawahumane.ca; (3) by fax to 613-725-5674; or (4) 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, Sharon Miko (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, 2023 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 2024 annual meeting of members, subject to the by-laws of the Corporation. **You may vote "For" up to seven (7) nominees for election as director in total.**

01. Sven Stilzebach **FOR** **WITHHOLD**

02. David Ang **FOR** **WITHHOLD**

03. Lorraine Audsley **FOR** **WITHHOLD**

- | | | |
|--------------------------------------|-------------------------------------|--|
| 04. Louise-Michelle Rouillard | FOR <input type="checkbox"/> | WITHHOLD <input type="checkbox"/> |
| 05. Karen Messett | FOR <input type="checkbox"/> | WITHHOLD <input type="checkbox"/> |
| 06. Adriana Beaman | FOR <input type="checkbox"/> | WITHHOLD <input type="checkbox"/> |
| 07. Anushua Nag | FOR <input type="checkbox"/> | WITHHOLD <input type="checkbox"/> |

4. All by-laws, contracts, acts and proceedings of the directors made since the 2022 annual and special meeting of members are approved and confirmed.

FOR **WITHHOLD** **AGAINST**

Dated the _____ day of _____, 2023

Signature

Print Your Name