



Canadian
Chamber of
Commerce

Chambre de
Commerce
du Canada

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Proxy Form

2020 Annual Meeting of Members

This proxy is for use at the annual meeting of members of THE CANADIAN CHAMBER OF COMMERCE/LA CHAMBRE DE COMMERCE DU CANADA (the "Corporation") to be held online on Tuesday, October 27, 2020 at 10:00 a.m. ET (the "Meeting") or any adjournments thereof.

An Organizational Member of the Corporation ("Organizational Member") desiring to appoint another Organizational Member (i.e. a chamber of commerce/board of trade that is a member of the Corporation) (the "Proxyholder") to attend, act and vote on its behalf at the Meeting may do so, either by:

1. inserting the name of the Proxyholder in the blank space provided below and delivering or mailing the completed and signed proxy to the Corporation; OR
2. leaving the name of the Proxyholder blank and delivering or mailing the completed and signed proxy to the Corporation, who will find a Proxyholder for you; OR
3. delivering the completed and signed proxy to the Chair of the Meeting by the deadline and in the manner set forth on the reverse of this proxy.

The undersigned Organizational Member acknowledges that a representative of the Proxyholder or the Replacement Proxyholder (as defined below), as applicable, will attend the Meeting to vote on its behalf.

The undersigned Organizational Member hereby appoints the following Organizational Member

(Insert the name of the chamber of commerce/board of trade voting on your behalf)

as Proxyholder for and on behalf of the undersigned to attend the Meeting and at any adjournments thereof, to act for and on behalf of and to vote the membership of the undersigned and to cast the vote the undersigned would be entitled to cast if present at the Meeting with respect to the matters specified below. The Proxyholder may, in its discretion, appoint another Organizational Member as a replacement proxyholder to perform the duties and obligations of the Proxyholder (a "**Replacement Proxyholder**").

YOU MAY LEAVE THE LINE ABOVE BLANK AND AUTHORIZE THE CORPORATION TO SELECT A PROXYHOLDER ON YOUR BEHALF. SEE THE NOTES BELOW.

I direct my proxy to vote as follows:

1. To elect the proposed nominees named in the notice of annual meeting furnished in connection with the Meeting as Directors of the Corporation until the next annual meeting of members, or until their successors are duly elected or appointed:

FOR WITHHOLD VOTE

2. To appoint KPMG as the public accountant of the Corporation to hold office until the next annual meeting of members and to authorize the Board of Directors to fix the remuneration to be paid to the public accountant.

FOR WITHHOLD VOTE

3. To pass a special resolution approving that, to the extent necessary, all acts, contracts, proceedings, appointments, elections, and reports thereon, and payments enacted, done, taken and made by the Board of Directors for and on behalf of the Corporation since the last annual meeting of its members, are hereby approved, confirmed and ratified, the whole notwithstanding any omissions, irregularities in the formalities attendant upon such acts or any lack of qualification or authorization of the parties thereto.

FOR AGAINST

THE BOARD RECOMMENDS YOU VOTE "FOR" THE ABOVE ITEMS 1, 2 AND 3.

IMPORTANT: PLEASE SIGN AND SEE NOTES BELOW

NOTES TO PROXY:

1. If your representative is unable to attend the Meeting, please date and sign this proxy and return the completed proxy in accordance with the instructions below.
2. This proxy, when properly executed, confers discretionary authority with respect to amendments or variations to matters identified in the accompanying notice of meeting, and to other matters that may properly come before the Meeting or any adjournment thereof. Management knows of no such other matters at this time. The membership represented by this proxy will be voted or withheld from voting in accordance with the instructions of the member on any ballot that may be conducted. If the member specifies a choice with respect to any matter to be acted upon, the membership shall be voted accordingly. **If no choice is specified and this proxy is signed, the Proxyholder or Replacement Proxyholder, as applicable, may vote the membership represented by this proxy in its discretion on all items other than items 1 and 2 relating to Director nominees and the public accountant, respectively.**
3. This proxy must be executed by an authorized signatory for the undersigned or an attorney thereof duly authorized. A person signing as an authorized signatory or attorney must print his or her name below and evidence of authority to sign on behalf of the member may be requested by the Corporation.
4. You may either (a) appoint an Organizational Member (i.e. a municipal chamber of commerce/board of trade) as Proxyholder directly, or (b) **if you have not identified an Organizational Member to vote on your behalf as a Proxyholder, authorize the Corporation to find and select a Proxyholder on your behalf** by leaving the appointment of a Proxyholder blank, and delegate the Corporation the authority to select a Proxyholder on your behalf by sending the

signed proxy to Ryan Wieczorek at the Corporation by email at rwieczorek@chamber.ca or fax at 613.238.7643, who will identify a Proxyholder and inform you and your Proxyholder. Please note that your Proxyholder may in its discretion appoint a Replacement Proxyholder to attend the Meeting and at any adjournments thereof, to act for and on behalf of and to vote the membership of the undersigned and to cast the vote the undersigned would be entitled to cast if present at the Meeting.

5. **Please send the completed proxy to the Proxyholder or, if you have not made arrangements with an Organizational Member to be your Proxyholder, to the Corporation who will find a Proxyholder for you.** You should refer to the accompanying documentation provided by management of the Corporation for further information regarding this proxy and other information pertaining to the Meeting.
6. **To be effective, this proxy must be deposited with the Corporation by sending it to Ryan Wieczorek by email at rwieczorek@chamber.ca or fax at 613.238.7643, on or before 11:30 a.m. ET on the last business day (October 26, 2020) preceding the day of the Meeting or any postponement or adjournment thereof at which the proxy is to be used.**

This section is to be completed by the Organizational Member selected as Proxyholder only.

The Organizational Member who has executed this proxy has appointed the Proxyholder to attend, act and vote on its behalf. The Proxyholder may appoint another Organizational Member as Replacement Proxyholder.

Name of representative of the Proxyholder to attend the Meeting on behalf of the Organizational Member who has executed this proxy:

Please return this form to Ryan Wieczorek by email at rwieczorek@chamber.ca or fax at 613.238.7643 by Monday, October 26, 2020 at 11:30 a.m. ET.

The undersigned hereby revokes any proxy previously given.

DATED _____, 2020.
(If undated, the proxy will be deemed to be dated on the day on which it was mailed by the management of the Corporation.)

Signature

Name and Title of Signatory of Organizational Member

Name of Organizational Member (Name of Chamber)

Address of Organizational Member

City and Province/Territory of Organizational Member