



– PLEASE NOTE NEW MEETING DATE –
TUESDAY, JULY 8, 2025
DISREGARD PREVIOUS MATERIALS for June 24, 2025

PRODUCED BY:
AGMCONNECT

FORM OF PROXY
FOR USE AT THE ANNUAL GENERAL & SPECIAL MEETING OF SHAREHOLDERS
of **XIGEM TECHNOLOGIES CORPORATION**
ON TUESDAY, JULY 8, 2025, AT 9:00AM (EDT)
To Access Meeting portal.agmconnect.com/pxlogin

Please log in using your CONTROL NUMBER shown below.
Proxies must be received by Friday, July 4, 2025, at 9:00am (EDT) to be valid.

	VOTING METHODS	
	INTERNET	Go to portal.agmconnect.com/pxlogin Enter your CONTROL NUMBER (shown below)
	EMAIL	voteproxy@agmconnect.com
	MAIL	AGM Connect 1800-372 Bay Street Toronto, ON M5H 2W9

This Proxy is solicited on behalf of the management of XIGEM TECHNOLOGIES CORPORATION (the “Corporation”). The undersigned, being a shareholder of the Corporation hereby appoints, Brian Kalish, CEO of the Corporation, or failing him, Igor Kostoutchenko, CFO of the Corporation, or instead of either of them, the following appointee:

Please Print Appointee Name

Please Print Email of Appointee

as proxyholder for and on behalf of the undersigned with the power of substitution to attend, act and vote for and on behalf of the undersigned in respect of all matters that may properly come before the meeting and at any adjournment(s) or postponement(s) thereof, in accordance with voting instructions, if any, provided below.

-PLEASE SEE VOTING GUIDELINES ON REVERSE-

1. Election of Directors	FOR	AGAINST
a. Brian Kalish	<input type="checkbox"/>	<input type="checkbox"/>
b. Scott Wilson	<input type="checkbox"/>	<input type="checkbox"/>
c. Stephen Coates	<input type="checkbox"/>	<input type="checkbox"/>
d. Conor Bill	<input type="checkbox"/>	<input type="checkbox"/>
e. Ezio D’Onofrio	<input type="checkbox"/>	<input type="checkbox"/>
2. Appointment of Auditors	FOR	WITHHOLD
To appoint Bassi & Karimjee LLP, as the auditors of the Corporation for the ensuing year and to authorize the board of directors of the Corporation to fix their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>
3. Share Consolidation	FOR	AGAINST
To consider and, if thought fit, pass a special resolution enabling the Board of Directors and Management, at their discretion, to amend the articles of the Corporation to consolidate the issued and outstanding common shares of the Corporation on the basis of one (1) post-consolidation common share for up to every ten (10) currently outstanding common shares.	<input type="checkbox"/>	<input type="checkbox"/>
4. Re-Approval of Stock Option Plan	FOR	AGAINST
To re-approve the rolling 10% Stock Option Plan.	<input type="checkbox"/>	<input type="checkbox"/>

Please Print Name

Signature of Shareholder(s)

Dated

LINK TO VOTE	portal.agmconnect.com/pxlogin
CONTROL NUMBER	
NUMBER OF SHARES	

PROXY VOTING GUIDELINES

1. THIS PROXY IS SOLICITED BY MANAGEMENT OF THE COMPANY.
2. THIS PROXY SHOULD BE READ IN CONJUNCTION WITH THE MEETING MATERIALS PRIOR TO VOTING.
3. If you appoint the management nominees to vote your securities, they will vote in accordance with your instructions or, if no instructions are given, they will vote in favour of each resolution. If you appoint someone else to vote your securities, they will also vote in accordance with your instructions or, if no instructions are given, as they in their discretion choose.
4. Each shareholder has the right to appoint a person other than management designees specified to represent them at the meeting or any postponement or adjournment thereof. Such right may be exercised by completing the proxy appointee information section located on the front side of this proxy form page. The appointed proxyholder need not be a shareholder of the Corporation.
5. The proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting or other matters that properly come before the meeting or any adjournment or postponement thereof.
6. To be valid, this proxy must be signed by the shareholder named on the front side of this proxy. If the shareholder is a Corporation, the proxy must be executed by an officer of the Corporation or an attorney duly authorized thereof.
7. If the proxy is not dated, it is deemed to bear the date of its mailing to the shareholders of the Company.
8. To be valid, this proxy must be filed using one of the Voting Methods and must be received by AGM Connect before the date noted on the front side of this proxy, or in the case of any adjournment or postponement of the Meeting not less than 48 hours (Saturdays, Sundays, and Holidays in the city of Toronto, Ontario excluded) before the time of the adjournment or postponement of the meeting.

CONDITIONS

If any amendments or variations to the matters referred to above or any other matters identified in the notice of meeting are proposed at the Meeting or any adjournment(s) thereof, or if any other matters which are not known to management should properly come before the meeting or any adjournment(s) thereof, this proxy confers discretionary authority on the person voting the proxy to vote on such amendments or variations or such other matters in according with the best judgement of such persons.

Late proxies may be accepted or rejected by the Chairman of the meeting in his or her sole discretion.

Request for Financial Statements – Xigem Technologies Inc.

Fiscal Year: 2025

In accordance with National Instrument 51-102 – *Continuous Disclosure Obligations*, and subject to the Canada Business Corporations Act, a Corporation must send a copy of its annual financial statements to Registered Shareholders. You may elect to **NOT RECEIVE** the Corporation's financial statements or other selective security holder communications for the CURRENT year.

I DO NOT wish to receive the following:

- ☐ Annual Financial Statements with MD&A
- ☐ Interim Financial Statements with MD&A

☐ **IF THIS IS AN ADDRESS CHANGE**
Please check the box and provide your corrected address below.

SHAREHOLDER REGISTRATION
(PLEASE PRINT CLEARLY IN BLOCK LETTERS)

STREET ADDRESS

CITY

PROV/STATE

POSTAL/ZIP CODE

COUNTRY

EMAIL

If you do not wish to receive these documents by mail for the current fiscal year, please complete and return this form to support@agmconnect.com or by mail using the envelope provided.

Rather than receiving financial statements by mail, you may always view these documents on the SEDAR+ website at www.sedarplus.ca.

I HEREBY CERTIFY that I am a registered shareholder of the Corporation, and as such, request that my name be removed from the Corporation's Mailing List in respect to its annual and/or interim financial statements and the corresponding MD&A for the current financial year.

SIGNED: _____

DATED: _____

* By providing an e-mail address, you are consenting to the delivery of Corporation information electronic format to the provided e-mail address. In the event that the electronic delivery fails, the documents will NOT be sent by ordinary mail. In order to remove yourself from this list at any time (either email or ordinary mail) please send your written request to support@agmconnect.com.