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Mr A Sample
Designation (if any)
Add1
Add2
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add4
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Security Class
PROXY

Agreement Number
C1234567890 IND



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Proxy Form - Special Meeting of Classic Plan Subscribers to be held on May 2, 2019

This Proxy Form is solicited by and on behalf of Management.

Notes to proxy

1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. 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 (see reverse).
2. If the units are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc.), then all those registered should sign this proxy. If you are voting on behalf of a corporation or another individual you must sign this proxy with signing capacity stated, and you may be required to provide documentation evidencing your power to sign this proxy.
3. This proxy should be signed in the exact manner as the name(s) appear(s) 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 holder.
5. **The units represented by this proxy will be voted as directed by the holder, however, if such a direction is not made in respect of any matter, this proxy will be voted as recommended by Management.**
6. The units represented by this proxy will be voted in favour or withheld from voting or voted against each of the matters described herein, as applicable, in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted on, the units will be voted accordingly.
7. This proxy confers discretionary authority in respect of amendments or variations 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 documentation provided by Management.

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Proxies submitted must be received by 10:00 am, EDT, on April 30, 2019.

VOTE USING THE TELEPHONE OR INTERNET 24 HOURS A DAY 7 DAYS A WEEK!



To Vote Using the Telephone

- Call the number listed BELOW from a touch tone telephone.
1-866-732-VOTE (8683) Toll Free



To Vote Using the Internet

- Go to the following web site:
www.investorvote.com
- **Smartphone?**
Scan the QR code to vote now.



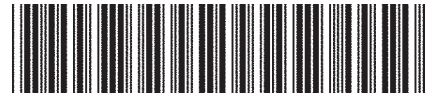
If you vote by telephone or the Internet, DO NOT mail back this proxy.

Voting by mail may be the only method for units held in the name of a corporation or units being voted on behalf of another individual.

Voting by mail or by Internet are the only methods by which a holder may appoint a person as proxyholder other than the Management nominees named on the reverse of this proxy. Instead of mailing this proxy, you may choose one of the two voting methods outlined above to vote this proxy.

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

CONTROL NUMBER 123456789012345



Appointment of Proxyholder

I/We, being Subscriber(s) of Classic Education Savings Plan hereby appoint: Angela Lin, General Counsel & Corporate Secretary, or failing this person, Darrell Bartlett, Chief Compliance Officer, both of who are Officers of Knowledge First Financial Inc., the Manager of Classic Education Savings Plan,

OR Print the name of the person you are appointing if this person is someone other than the Management Nominees listed herein.

[Empty box for name of person appointing]

as my/our proxyholder with full power of substitution and to attend, act and to vote for and on behalf of the shareholder 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 Special Meeting of Subscribers of the Classic Education Savings Plan to be held at the Corporation's Head Office, Suite 1000, 50 Burnhamthorpe Road West, Mississauga, Ontario L5B 4A5 on May 2, 2019 at 10:00 am, EDT, and at any adjournment or postponement thereof.

THE KNOWLEDGE FIRST FOUNDATION BOARD OF DIRECTORS RECOMMENDS THAT CUSTOMERS VOTE FOR THE PROPOSED RESOLUTION.

For Against

BE IT RESOLVED THAT:

1. The Knowledge First Foundation (the "Foundation") be authorized to amend the Classic Education Savings Plan Education Assistance Agreement (the "EAA"), attached as Schedule A to the Amended and Restated Trust Agreement between the Foundation and Bank of Nova Scotia Trust Company dated as of November 1, 2018, for the Classic Plan (the "Trust Agreement"),

a. to grant the Foundation the discretion to transfer (the "Transfer") the assets from the Classic Plan to the Family Single Student Education Plan (the "Single Student Plan"), and

b. to allow the Foundation to enter into an EAA for the Single Student Plan on behalf of each subscriber in the manner described in the Management Information Circular of the Classic Plan dated April 1, 2019, and to terminate the Classic Plan EAA;

2. The Foundation be authorized to amend the Trust Agreement, as it deems necessary, to permit the transfer of trust funds held pursuant to the Trust Agreement to the Single Student Plan;

3. The Foundation be authorized to terminate the Trust Agreement if necessary in its discretion;

4. The Foundation be authorized, in its discretion, to elect not to proceed with the Transfer or the termination of the Trust Agreement; and

5. Any director or officer of Knowledge First Financial Inc. be and is hereby authorized to take all such steps as may be necessary or desirable to give effect to the foregoing.

Authorized Signature(s) – 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

Date

[Signature box]

MM / DD / YY

Signature

Date

[Signature box]

MM / DD / YY