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

Proxy

Holder Account Number

C1234567890 IND



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Proxy Form - Special Meeting of Heritage Group Plan Subscribers to be held on May 6, 2021

This Proxy Form is solicited by and on behalf of Knowledge First Financial Inc., the Manager of the Heritage Group Plan (“Management”).

Notes to proxy

1. Every holder has the right to appoint some other person 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 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 Information Circular and other documentation provided by Management.

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Proxies submitted must be received by 10:00 am, EDT, on May 4, 2021.

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.



To Virtually Attend the Meeting

- You can attend the meeting virtually by visiting the URL provided on the back of this proxy.

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 Heritage Group Plan hereby appoint: Angela Lin, General Counsel, Corporate Secretary & Chief Privacy Officer, or failing this person, Darrell Bartlett, Chief Risk & Compliance Officer, both of who are Officers of Knowledge First Financial Inc., the Manager of Heritage Group Plan,

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

Note: If completing the appointment box above YOU MUST go to <http://www.computershare.com/KnowledgeFirst> and provide Computershare with the name and email address of the person you are appointing. Computershare will use this information ONLY to provide the appointee with a user name to gain entry to the online meeting.

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 Heritage Group Plan to be held virtually via Zoom at <https://web.lumiagm.com/208354013> on **May 6, 2021 at 10:00 am, EDT**, and at any adjournment or postponement thereof.

THE HERITAGE EDUCATIONAL FOUNDATION BOARD OF DIRECTORS RECOMMENDS THAT CUSTOMERS VOTE FOR THE PROPOSED RESOLUTION.

FOR THE

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For Against

BE IT RESOLVED THAT:

1. The Heritage Educational Foundation (the "**Heritage Foundation**") and/or its agent, Knowledge First Financial Inc., the Manager of the Heritage Plans ("**Knowledge First**") be authorized to amend, as necessary in its sole discretion, the Heritage Plans Education Savings Plan Contract for the Heritage Group Plan (the "**ESP Contract**"),

 - a. to grant the Heritage Foundation and/or Knowledge First, the discretion to transfer (the "**Transfer**") the assets from the Heritage Group Plan to the Family Single Student Education Savings Plan sponsored by the Knowledge First Foundation, an affiliate of the Heritage Foundation (the "**Single Student Plan**"), and
 - b. to allow the Heritage Foundation and/or Knowledge First, to enter into an Educational Assistance Agreement for the Single Student Plan on behalf of each Heritage Group Plan Customer with the Knowledge First Foundation and/or Knowledge First, in the manner described in the Management Information Circular of the Heritage Plans dated March 24, 2021, and to terminate the ESP Contract with each Customer as required in the sole discretion of the Heritage Foundation and/or Knowledge First;
2. The Heritage Foundation and/or Knowledge First, be authorized to amend the Amended and Restated Trust Indenture between the Heritage Foundation and The Bank of Nova Scotia Trust Company dated as of November 1, 2018 (the "**Trust Agreement**"), as it deems necessary, in its sole discretion, to permit the Transfer;
3. The Heritage Foundation and/or Knowledge First, be authorized to terminate the Trust Agreement if necessary, in its sole discretion;
4. The Heritage Foundation and/or Knowledge First, be authorized, in its sole discretion, to elect not to proceed with any or all of the Transfer, the amendment or termination of the ESP Contract or the amendment or the termination of the Trust Agreement; and
5. Any director or officer of the Heritage Foundation and/or Knowledge First, be and is hereby authorized, in their sole discretion, to take all such steps as may be necessary or desirable to give effect to the foregoing.

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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

MM / DD / YY

Signature

Date

MM / DD / YY