

VOTING INSTRUCTION FORM

AGJUNCTION INC. ("AGJUNCTION" OR THE "COMPANY") 78

MEETING TYPE: ANNUAL AND SPECIAL MEETING
MEETING DATE: WEDNESDAY, SEPTEMBER 30, 2015 AT 8:00 AM MST
RECORD DATE: AUGUST 28, 2015
PROXY DEPOSIT DATE: SEPTEMBER 28, 2015
ACCOUNT NO: 0123456789
CUID: 01234 C73
CUSIP: 00847V108

S:123456 E:123456 1/1 M
A:A V: T

9999999999

CONTROL NO.: -> 9999 9999 9999 9999



1234567890 1234567890 1234567890 1234567890

STEP 2 APPOINT A PROXY (OPTIONAL)

APPOINTEE(S): RICHARD W. HEINIGER, OR FAILING HIM, MICHAEL MANNING

IF YOU WISH TO ATTEND THE MEETING OR DESIGNATE ANOTHER PERSON TO ATTEND, VOTE AND ACT ON YOUR BEHALF AT THE MEETING, OR ANY ADJOURNMENT OR POSTPONEMENT THEREOF, OTHER THAN THE PERSON(S) SPECIFIED ABOVE, PRINT YOUR NAME OR THE NAME OF THE OTHER PERSON ATTENDING THE MEETING IN THE SPACE PROVIDED HEREIN. UNLESS YOU INSTRUCT OTHERWISE, THE PERSON WHOSE NAME IS WRITTEN IN THIS SPACE WILL HAVE FULL AUTHORITY TO ATTEND, VOTE AND OTHERWISE ACT IN RESPECT OF ALL MATTERS THAT MAY COME BEFORE THE MEETING OR ANY ADJOURNMENT OR POSTPONEMENT THEREOF, EVEN IF THESE MATTERS ARE NOT SET OUT IN THE FORM OR THE CIRCULAR.

[Empty box for appointee name]

PLEASE PRINT APPOINTEE NAME ABOVE

RIC

STEP 3 COMPLETE YOUR VOTING DIRECTIONS

03 ELECTION OF DIRECTORS: VOTING RECOMMENDATION: FOR ALL THE NOMINEES PROPOSED AS DIRECTORS (FILL IN ONLY ONE BOX " " PER NOMINEE IN BLACK OR BLUE INK) TO ELECT SIX (6) DIRECTORS OF AGJUNCTION TO HOLD OFFICE FOR THE INTERIM PERIOD OR UNTIL THEIR SUCCESSORS ARE ELECTED OR APPOINTED.

Table with 3 columns: Name, FOR, WITHHOLD. Rows include MARK W. ANDERSON, PAUL G. CATAFORD, MICHAEL J. LANG, BARRY D. BATCHELLER, RICHARD W. HEINIGER, JOHN M. TYE III.

ITEM(S): VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT OVER THE BOXES (FILL IN ONLY ONE BOX " " PER ITEM IN BLACK OR BLUE INK)

Table with 3 columns: Item description, FOR, AGAINST. Items include 01 AN ORDINARY RESOLUTION, 02 TO FIX THE NUMBER OF DIRECTORS, 04 SUBJECT TO THE APPROVAL OF THE MERGER RESOLUTION, 5A ELECTION OF DIRECTORS, 5B PAUL G. CATAFORD, 5C MICHAEL J. LANG, 5D JOHN M. TYE III, 5E DAVID VAUGHN.

Table with 3 columns: Item description, FOR, WITHHOLD. Items include 5F JONATHAN LADD, 5G JOSE SUAREZ, 06 AN ORDINARY RESOLUTION APPROVING A NEW RESTRICTED SHARE PLAN, 07 SUBJECT TO THE APPROVAL OF THE MERGER RESOLUTION, 08 TO APPOINT MCGGLADREY LLP AS AUDITORS.

NOTE THIS VOTING INSTRUCTION FORM CONFERS DISCRETIONARY AUTHORITY TO VOTE ON SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING OR ANY ADJOURNMENT THEREOF.
NOTE THIS VOTING INSTRUCTION FORM SHOULD BE READ IN CONJUNCTION WITH THE ACCOMPANYING MANAGEMENT INFORMATION CIRCULAR.

STEP 4 THIS DOCUMENT MUST BE SIGNED AND DATED

SIGNATURE(S) *INVALID IF NOT SIGNED*

M M D D Y Y



BROKER LOGO

BROKER ADDRESS
123 ANY STREET
ANY CITY/PROVINCE
A1A 1A1

1 OF 2
S91970-81 010 E: C
S3 E2 1/1 M
A A V: 1

JOHN A. SAMPLE
123 ANY STREET
ANYCITY PR A1A 1A1
XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX
XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX
XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX
XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX

ANNUAL AND SPECIAL MEETING
AGJUNCTION INC. ("AGJUNCTION" OR THE "COMPANY")

WHEN:
WEDNESDAY, SEPTEMBER 30, 2015 AT 8:00 AM MST

WHERE:
OFFICES OF AGJUNCTION
SUITE 130, 8444 N. 90TH STREET
SCOTTSDALE, ARIZONA, 85258

STEP 1 **REVIEW YOUR VOTING OPTIONS**

ONLINE: VOTE AT **PROXYVOTE.COM** USING YOUR COMPUTER OR MOBILE DATA DEVICE. YOUR CONTROL NUMBER IS LOCATED BELOW.



SCAN TO VIEW MATERIAL AND VOTE NOW



BY TELEPHONE: YOU MAY ENTER YOUR VOTING INSTRUCTIONS BY TELEPHONE AT: **ENGLISH: 1-800-474-7493 OR FRENCH: 1-800-474-7501**

BY MAIL: THIS VOTING INSTRUCTION FORM MAY BE RETURNED BY MAIL IN THE ENVELOPE PROVIDED.

BY FACSIMILE: 905-507-7793 OR 514-281-8911

REMINDER: PLEASE REVIEW THE INFORMATION / PROXY CIRCULAR BEFORE VOTING.

WE NEED TO RECEIVE YOUR VOTING INSTRUCTIONS AT LEAST ONE BUSINESS DAY BEFORE THE PROXY DEPOSIT DATE.

CONTROL NO.: → 9999 9999 9999 9999

PROXY DEPOSIT DATE: SEPTEMBER 28, 2015

Dear Client:

A meeting is being held for securityholders of the above noted issuer.

1. You are receiving this Voting Instruction Form and the enclosed meeting materials at the direction of the issuer as a beneficial owner of securities. You are a beneficial owner because we, as your intermediary, hold the securities in an account for you but not registered in your name.

2. **Votes are being solicited by or on behalf of the management of the corporation.**

3. Even if you have declined to receive materials, a reporting issuer is entitled to deliver these materials to you and it is our responsibility to forward them. These materials are being sent at no cost to you, in the language you requested, provided that the materials are made available in your requested language.

4. Unless you attend the meeting and vote in person, your securities can only be voted by us as registered holder or proxy holder of the registered holder in accordance with our instructions. We cannot vote for you if we do not receive your voting instructions. Please complete and return (or provide by one of the alternative available methods) the information requested in this form to provide your voting instructions to us promptly. We will issue a proxy on your behalf according to the voting instructions you provide, unless you elect to attend the meeting and vote in person.

5. When you give us your voting instructions, you acknowledge that:
• You are the beneficial owner;
• You are authorized to provide these voting instructions; and
• You have read the material and the voting instructions on this form.

6. You may not present this voting instruction form at the meeting in order to vote.

7. To attend the meeting and vote your shares in person:
• Write your name or the name of your designate to act on your behalf on the "Appointee" line on the other side of this form, sign and date the form, and return it by mail, or
• Go to ProxyVote.com (if available) and insert the name in the "Appointee" section on the electronic ballot.

You, or your designate, as the named "Appointee", must attend the meeting for your vote to be counted. When you or your designate arrive at the meeting, please register with the scrutineer or proxy tabulator. Unless you instruct otherwise, the person whose name is written in the space provided will have full authority to attend and otherwise act at, and present matters to, the meeting and any adjournment or postponement thereof, and vote on all matters that are brought before the meeting or any adjournment or postponement thereof, even if these matters are not set out in this form or the information / proxy circular. Consult a legal advisor if you wish to modify the authority of that person in any way. If you require assistance, please contact the person who services your account.

8. If these voting instructions are given on behalf of a body corporate, set out the full legal name of the body corporate, the name and position of the person giving voting instructions on behalf of the body corporate and the address for service of the body corporate.

9. If the items listed in the information/proxy circular are different from the items listed on the other side of this form, the information/proxy circular will be considered correct.

10. In the absence of any specific instructions as to voting being provided by you on this form, the item(s) will be voted as recommended on the reverse of this form or as stated in the information/proxy circular, except in the case of your appointment of an Appointee.

11. **To ensure that your instructions are received in sufficient time to be processed, please ensure that the Voting Instruction Form is returned for processing or voted online at least one business day before the proxy deposit date noted above.** Voting instructions received on the proxy deposit date or later may not be able to be included in the final tabulation.

If you have any questions or require help, please contact the person who services your account.

Disclosure of Information – Electing to Receive Financial Statements or Requesting Meeting Materials

By electing to receive the financial statements or requesting meeting materials, your name and address may be provided to the issuer (or its agent) for mailing purposes.

PLEASE SEE OVER