



8th Floor, 100 University Avenue
Toronto, Ontario M5J 2Y1
www.computershare.com

Security Class

Holder Account Number

Fold

Form of Proxy - Annual General Meeting to be held on Friday, August 4, 2023

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

Notes to proxy

- 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 Management Nominees whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
- If the securities 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 may be required to provide documentation evidencing your power to sign this proxy with signing capacity stated.
- This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
- If a date is not inserted in the space provided on the reverse of this proxy, it will be deemed to bear the date on which it was mailed to the holder by Management.
- The securities 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, and the proxy appoints the Management Nominees listed on the reverse, this proxy will be voted as recommended by Management.
- The securities 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. If you have specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
- This proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting and Management Information Circular or other matters that may properly come before the meeting or any adjournment or postponement thereof, unless prohibited by law.
- This proxy should be read in conjunction with the accompanying documentation provided by Management.
- In accordance with the articles of the Company, the voting of the shares are subject to the "Significant Equity Interest Requirements" (as that term is defined in the Company's articles) of various securities regulatory authorities. The Company will furnish to a shareholder, on demand and without charge, a full copy of the text of these requirements. By signing this Form or by giving voting instructions, you declare to the Company that, to the best of your knowledge and belief, the beneficial owner of the common shares represented by this Form and any person exercising control or direction over any of such common shares does not own, hold or control, directly or indirectly, securities of the Company contrary to any of the Significant Equity Interest Requirements.

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Proxies submitted must be received by 10:00 AM, Eastern Time, on Wednesday, August 2, 2023

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 Receive Documents Electronically

- You can enroll to receive future securityholder communications electronically by visiting www.investorcentre.com.



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 securities held in the name of a corporation or securities 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



Appointment of Proxyholder

I/We being holder(s) of securities of Canaccord Genuity Group Inc. (the "Company") hereby appoint: David J. Kassie, the Chairman and a director of the Company, or failing this person, Daniel Daviau, the Chief Executive Officer and a director of the Company (the "Management Nominees")

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/canaccord](http://www.computershare.com/canaccord) 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 holder in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and on all other matters that may properly come before the Annual General Meeting of shareholders of the Company to be held virtually at <http://web.lumiagm.com/419983261> on Friday, August 4, 2023 at 10:00 AM, Eastern Time, and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED TEXT** OVER THE BOXES.

1. Number of Directors

To set the number of directors at seven.

For	Against
<input type="checkbox"/>	<input type="checkbox"/>

2. Election of Directors

	For	Withhold		For	Withhold		For	Withhold
01. Michael Auerbach	<input type="checkbox"/>	<input type="checkbox"/>	02. Daniel J. Daviau	<input type="checkbox"/>	<input type="checkbox"/>	03. Amy Freedman	<input type="checkbox"/>	<input type="checkbox"/>
04. David J. Kassie	<input type="checkbox"/>	<input type="checkbox"/>	05. Terrence Lyons	<input type="checkbox"/>	<input type="checkbox"/>	06. Jo-Anne O'Connor	<input type="checkbox"/>	<input type="checkbox"/>
07. Rodney Phillips	<input type="checkbox"/>	<input type="checkbox"/>						

For	Withhold
<input type="checkbox"/>	<input type="checkbox"/>

3. Appointment of Auditors

Appointment of Ernst & Young LLP, Chartered Accountants as auditors of the Company for the ensuing year and authorizing the directors to fix their remuneration.

For	Against
<input type="checkbox"/>	<input type="checkbox"/>

4. Shareholder Advisory Vote on Executive Compensation (Say on Pay)

BE IT RESOLVED, as an ordinary resolution, that on a non-binding and advisory basis and not to diminish the role and responsibilities of the Board of Directors, the shareholders accept the approach to executive compensation disclosed in the Management Information Circular.

Signature of Proxyholder

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, and the proxy appoints the Management Nominees, this Proxy will be voted as recommended by Management.

Signature(s)

Date

MM / DD / YY

