



000001

Mr A Sample
Designation (if any)
Add1
Add2
add3
add4
add5
add6

Security Class

123

Holder Account Number

C1234567890 IND

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Form of Proxy - Virtual Annual General Meeting to be held on Thursday, July 8, 2021

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

Notes to proxy

1. Every securityholder has the right to appoint a person or company, who need not be a securityholder, to represent the securityholder at the meeting other than the person or company, if any, designated herein. If you wish to appoint person(s) or company other than the persons whose names are printed herein, please insert the name(s) of your chosen proxyholder(s) in the space provided (see reverse).
2. 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 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 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, this proxy will be voted as recommended by Management.**
6. 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 and, if the holder has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
7. The persons named in the enclosed proxy will have discretionary authority with respect to any amendments or variations of the matters of business to be acted on at the meeting or any other matters properly brought before the meeting or any adjournment or postponement thereof, in each instance, to the extent permitted by law, whether or not the amendment, variation or other matter that comes before the meeting is routine and whether or not the amendment, variation or other matter that comes before the meeting is contested.
8. This proxy should be read in conjunction with the management information circular and other proxy materials provided by Management.

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Proxies submitted must be received by 10:00 am, Mountain Time, on Tuesday, July 6, 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 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 123456789012345



Appointment of Proxyholder

I/We being holder(s) (the "Shareholder") of common shares ("Common Shares") of Computer Modelling Group Ltd. (the "Corporation") hereby appoints: Ryan N. Schneider, President and Chief Executive Officer and a Director of the Corporation, or failing him, Kelly Tomyn, Interim Vice President, Finance and Chief Financial Officer of the Corporation.

OR

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

[Empty box for appointing name]

Note: If completing the appointment box above YOU MUST go to https:// www.computershare.com/cm 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 virtually, 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 on all other matters that may properly come before the Annual General Meeting of Computer Modelling Group Ltd. to be held online at https://web.lumiagm.com/261614075 on July 8, 2021 at 10:00 am, Mountain Time, and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT OVER THE BOXES.

For Against

1. Number of Directors

Fixing the number of directors to be elected at the meeting at nine (9), as set forth in the accompanying Information Circular.

[For] [Against]

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2. Election of Directors

Table with 3 columns of candidates (Judith J. Athaide, John E. Billowits, Kenneth M. Dedeluk, Christopher L. Fong, Patrick R. Jamieson, Peter H. Kinash, Mark R. Miller, Ryan N. Schneider, John B. Zaozirny) and columns for For/Withhold votes.

For Withhold

3. Appointment of Auditors

The appointment of KPMG LLP, Chartered Professional Accountants, as auditors of the Corporation for the ensuing year and authorizing the directors to fix their remuneration.

[For] [Against]

For Against

4. Shareholder Rights Plan

Consider and, if deemed advisable, approve an ordinary resolution authorizing the renewal of the Corporation's shareholder rights plan, as more particularly described in the accompanying management information circular.

[For] [Against]

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Upon any amendment to or variation of the above matters or on any other matter properly brought before the Meeting or any adjournment or postponement thereof, the proxyholder will have the discretion to act in such a manner as such proxyholder, in such proxyholders' sole discretion, may determine.

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, or in a discretionary manner if it is given to another proxyholder. Management Nominees, this Proxy will be voted as recommended by Management.

Signature(s)

Date

[Empty signature box]

MM / DD / YY

Interim Financial Statements - Mark this box if you would like to receive Interim Financial Statements and accompanying Management's Discussion and Analysis by mail.

[Box]

Annual Financial Statements - Mark this box if you would NOT like to receive the Annual Financial Statements and accompanying Management's Discussion and Analysis by mail.

[Box]

If you are not mailing back your proxy, you may register online to receive the above financial report(s) by mail at www.computershare.com/maillinglist.