

**MICREX DEVELOPMENT CORP.**

**FORM OF PROXY  
SOLICITED BY THE MANAGEMENT OF MICREX DEVELOPMENT CORP.  
FOR USE AT THE ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS  
TO BE HELD ON NOVEMBER 5, 2014**

The undersigned shareholder of Micrex Development Corp. (**Micrex** or the **Corporation**) hereby appoints Stan Marshall, President and Chief Executive Officer of the Corporation, or failing him, Max Morpurgo, Chief Financial Officer of Micrex, or in lieu of the foregoing, \_\_\_\_\_ as proxyholder for the undersigned, with full power of substitution, to attend, act and vote on behalf of the undersigned at the Annual and Special Meeting of Shareholders of Micrex (the **Meeting**) to be held on November 5, 2014 at 10:30 a.m. at Norton Rose Fulbright LLP, 3700, 400 3<sup>rd</sup> Avenue SW, Calgary, Alberta T2P 4H2 and at any and all adjournments thereof, in the same manner, to the same extent and with the same power as if the undersigned were present at the said Meeting or any and all adjournments thereof and provided that without otherwise limiting the generality of the authority hereby conferred, the Common Shares registered in the name of the undersigned should be voted as specified below:

1. On the ordinary resolution electing each of the directors as set forth in the Information Circular of the Corporation dated October 1, 2014 (the **Information Circular**):

Stan Marshall	VOTE FOR	<input type="checkbox"/>	WITHHOLD VOTE	<input type="checkbox"/>
Max Morpurgo	VOTE FOR	<input type="checkbox"/>	WITHHOLD VOTE	<input type="checkbox"/>
James Ellis Fetterly	VOTE FOR	<input type="checkbox"/>	WITHHOLD VOTE	<input type="checkbox"/>
Greg Doll	VOTE FOR	<input type="checkbox"/>	WITHHOLD VOTE	<input type="checkbox"/>

2. On the ordinary resolution appointing BDO Canada LLP, Chartered Accountants, as auditors of the Corporation at such remuneration as may be approved by the directors of the Corporation:

VOTE FOR  WITHHOLD VOTE

3. On the ordinary resolution, with or without amendment, approving the existing stock option plan of the Corporation, as set forth in the Information Circular.

VOTE FOR  VOTE AGAINST

4. On the special resolution, with or without amendment, approving the amendment to the Articles of the Corporation to consolidate all of the outstanding Common Shares to such proportion as the board of directors may determine, up to and including on a five (5) to one (1) basis.

VOTE FOR  VOTE AGAINST

5. To vote in the proxyholder's discretion upon amendments or variations to the matters identified in the Notice of Meeting and any other business which may properly come before the Meeting or any adjournment thereof.

The undersigned revokes any proxies previously given to vote the Common Shares covered by this proxy.

**DATED** this \_\_\_\_ day of \_\_\_\_\_, 2014

\_\_\_\_\_  
Signature of Shareholder

\_\_\_\_\_  
Name of Shareholder (Please Print)

**PLEASE SEE INSTRUCTIONS ON BACK**

#### NOTES:

1. If the shareholder is a corporation, its corporate seal must be affixed or it must be signed by an officer or attorney thereof duly authorized.

2. This Instrument of Proxy must be dated and the signature hereon should be exactly the same as the name in which the Common Shares are registered. If the Instrument of Proxy is not dated in the above space, it is deemed to bear the date on which it is mailed by the person making the solicitation.

3. **The shareholder has the right to appoint a proxyholder (who need not be a shareholder of Micrex) other than the persons designated above to attend and act for and on behalf of the shareholder at the Meeting.** To exercise this right, the shareholder must either insert the name of the desired person in the blank space provided above and strike out the other names or complete another appropriate proxy and, in either case, must deliver the completed proxy in accordance with the provisions set out in the Information Circular.

4. The Common Shares represented by this proxy will be voted in accordance with the instructions of the shareholder on any ballot that may be called for. Persons signing as executors, administrators, trustees, etc. should so indicate. Only shareholders of record on October 1, 2014, who either personally attend at the Meeting or who complete and deliver a form of proxy in the manner specified, and subject to the provisions set out under the heading "General Proxy Information – Appointment and Revocation of Proxies" in the Information Circular, will be entitled to vote or have their Common Shares voted at the Meeting except to the extent that a shareholder has transferred the ownership of any Common Shares after such date, and the transferee of those Common Shares produces properly endorsed certificates or otherwise establishes ownership of such Common Shares and demands, not later than 10 days before the Meeting, that the transferee's name be included in the list of shareholders entitled to vote, in which case the transferee is entitled to vote such Common Shares at the Meeting.

5. This instrument of proxy will not be valid and not be acted upon or voted unless it is completed as outlined herein and deposited with Valiant Trust Company, Proxy Department, 310, 606 4<sup>th</sup> Street SW, Calgary, Alberta T2P 1T1 or via facsimile to (403)233-2857 at least forty-eight (48) hours (excluding Saturdays, Sundays and statutory holidays in Alberta) prior to the Meeting or any adjournment thereof, or may be accepted by the Chairman of the Meeting prior to the commencement of the Meeting.

#### **Vote by Internet**

1. You may use the internet site at [www.valianttrust.com](http://www.valianttrust.com) to transmit your voting instructions. You should have this form of proxy in hand when you access the web site. You will be prompted to enter your Control Number, which is located on this form of proxy. If you vote by internet, your vote must be received not later than 48 hours (excluding Saturdays, Sundays and statutory holidays) prior to the time of the Meeting or any adjournment thereof.

2. This website may be used to appoint a proxyholder to attend and vote on your behalf at the Micrex Annual and Special Meeting and to convey your voting instructions. Complete proxy instructions are found in the Information Circular. Please note that if you appoint a proxyholder and submit your voting instructions and subsequently wish to change your appointment or voting instructions, you may resubmit your proxy prior to the cut off time noted above. When resubmitting a proxy, the latest proxy will be recognized as the only valid one, and all previous proxies submitted will be disregarded and considered as revoked, provided that your latest proxy is submitted within the timeframe noted above.