

APPENDIX “F”
(to the Meetings Order)

Form of Proxy

File No. S-211985
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

**IN THE MATTER OF THE *COMPANIES’ CREDITORS ARRANGEMENT ACT*, R.S.C.
1985, c. C-36, AS AMENDED**

AND

**IN THE MATTER OF ARDENTON CAPITAL CORPORATION AND ARDENTON
CAPITAL BRIDGING INC.**

PETITIONERS

PROXY

**RE: PLAN OF COMPROMISE AND ARRANGEMENT OF ARDENTON CAPITAL
CORPORATION AND ARDENTON CAPITAL BRIDGING INC.**

Before completing this Proxy, please read carefully the accompanying Instructions for Completion of Proxy attached hereto as Schedule “A”.

All capitalized terms used herein and not otherwise defined have the meaning ascribed to them in the plan of compromise and arrangement of Ardenton Capital Corporation (“ACC”) and Ardenton Capital Bridging Inc. (“ACBI”), dated September 20, 2021, as may be amended from time to time (the “Plan”) and filed pursuant to the *Companies’ Creditors Arrangement Act*, RSC 1985, c C-36 (the “CCAA”).

THIS PROXY MUST BE COMPLETED, SIGNED AND RETURNED BY THE RECIPIENT TO ACC’S AND ACBI’S COURT-APPOINTED MONITOR, KSV RESTRUCTURING INC., AT THE ADDRESS PROVIDED IN THE INSTRUCTIONS FOR COMPLETION OF PROXY BY NO LATER THAN 4:00 P.M. (PACIFIC DAYLIGHT TIME) ON OCTOBER 27, 2021. NO PROXY WILL BE ACCEPTED BY THE CHAIR AFTER THIS TIME.

THE UNDERSIGNED AFFECTED CREDITOR revokes all proxies previously given and hereby nominates, constitutes and appoints:

- A. _____ (the “**Named Nominee**”),
- B. Noah Goldstein of KSV Restructuring Inc., in its capacity as Court-appointed monitor of ACC and ACBI (in such capacity, the “**Monitor**”), or such person as the Monitor may designate, in its sole and absolute discretion, with the power of substitution (the “**Deemed Nominee**”), as nominee of the Affected Creditor to exercise all voting rights and any rights ancillary thereto, which are necessary to permit the Named Nominee or the Deemed Nominee, as applicable, to vote the value of the undersigned Affected Creditor’s Affected Claim(s) (as determined pursuant to the Claims Procedure Order) at the Creditors’ Meetings held to consider and vote on the Plan, and any other matters that may be put before the Creditors’ Meetings, as follows:

- 1. (a)
 - VOTE FOR approval of the Plan in respect of ACC; or
 - VOTE AGAINST approval of the Plan in respect of ACC; or
 - NOT APPLICABLE (I am not a creditor of ACC); and

- 1. (b)
 - VOTE FOR approval of the Plan in respect of ACBI; or
 - VOTE AGAINST approval of the Plan in respect of ACBI; or
 - NOT APPLICABLE (I am not a creditor of ACBI); and

2. Vote and otherwise act at the discretion of the Named Nominee or Deemed Nominee, as applicable, for and on behalf of the Affected Creditor in respect of any variations, amendments, modifications or supplements to the Plan and to any other matters that may come before the Creditors’ Meetings.

If this Proxy is submitted and a box is not marked as a vote for or against approval of the Plan, this Proxy shall be voted FOR approval of the Plan.

If this Proxy is submitted with both boxes marked, this Proxy shall be voted FOR approval of the Plan.

DATED this _____ day of _____, 2021

Witness Signature

Per: _____
Print Name of Creditor

(only applicable if Creditor is an individual)

Signature of Affected Creditor or, if the
Affected Creditor is a corporation, signature
of the authorized signing officer of the
corporation

Mailing Address of Affected Creditor

Email Address of Affected Creditor

Phone Number of Affected Creditor

SCHEDULE "A"
INSTRUCTIONS FOR COMPLETION OF PROXY

1. Each Affected Creditor who has a right to vote at one or both of the Creditors' Meetings has the right to appoint a Nominee (who need not be an Affected Creditor) to attend, act and vote for and on behalf of the Affected Creditor at the applicable Creditors' Meetings, or any adjournment thereof, and such right may be exercised by inserting in the space provided the name of the person to be appointed.
2. If no person is named as the Nominee in the space provided above to act as proxy for the Affected Creditor, Noah Goldstein of KSV Restructuring Inc., in its capacity as Monitor of ACC and ACBI, or such person as the Monitor may designate, shall be deemed to be appointed as the Deemed Nominee for the Affected Creditor.
3. If a Nominee or a Deemed Nominee is appointed or deemed to be appointed to act as proxy for the Affected Creditor and the said Affected Creditor fails to indicate on this Proxy a vote for or against approval of the Plan, this Proxy will be voted FOR approval of the Plan.
4. If this Proxy is not dated in the space provided, it shall be deemed to be dated on the date it is received by the Monitor.
5. This Proxy must be signed by the Affected Creditor or by the Affected Creditor's attorney duly authorized in writing or, if the Affected Creditor is a corporation, by a duly authorized officer or attorney of the corporation with an indication of the title of such officer or attorney.
6. Any valid Proxy executed by an Affected Creditor and bearing or deemed to bear a later date shall revoke this Proxy. If more than one valid Proxy for the same Affected Creditor, which are bearing or deemed to be bearing the same date are received with conflicting instructions, such Proxies will be treated as disputed Proxies and shall not be counted.
7. This Proxy must be sent to the Monitor by email (in PDF format) at the address provided below, so that it is received by the Monitor no later than 4:00 p.m. (Pacific Daylight Time) on October 27, 2021.

The address of the Monitor is as follows:

KSV Restructuring Inc.
Attention: Jordan Wong
Email: jwong@ksvadvisory.com
Telephone: 416.932.6025