



VOTING INSTRUCTION FORM ("VIF")

Special Meeting
May 4, 2015 at 10:30 AM (Toronto time)
1 First Canadian Place
100 King Street West, Suite 1600
Toronto, Ontario M5X 1G5
("Meeting")

<MS#>
<HOLDER REGISTRATION1>
<HOLDER ADDRESS1>
<HOLDER ADDRESS2>
<HOLDER ADDRESS3>
<CITY>, <PROV> <POSTAL CODE>
<COUNTRY>

RECORD DATE: March 25, 2015
CONTROL NUMBER: <CONTROL NUMBER>
SEQUENCE #: <SEQ#> - <CUSIP> - <ACCT#>
FILING DEADLINE FOR VIF: 5:00 PM on April 30, 2015

Table with 2 columns: VOTING METHODS and details. Rows include INTERNET, FACSIMILE, and MAIL or HAND DELIVERY.

The undersigned hereby appoints Victor Wells, Chairman, or failing him, Bryce Kraeker, Corporate Counsel ("Management Nominees"), or instead of any of them, the following Appointee (you may wish to consider appointing Mr. Robert Ulicki or Mr. Alex Dolgonos)

Please print appointee name

As proxyholder on behalf of the undersigned with the power of substitution to attend, act and vote for and on behalf of the undersigned in respect of all matters that may properly come before the Meeting and at any adjournment(s) or postponement(s) thereof, to the same extent and with the same power as if the undersigned were personally present at the said Meeting or such adjournment(s) or postponement(s) thereof in accordance with voting instructions, if any, provided below.

<SECURITIES>
-<PROXY #>
(<BAR CODE>)

<PARTICIPANT>
<CUID>

The matters to be voted on at the Meeting are as follows. Unless you are appointing yourself to attend the Meeting and vote in person, please provide your voting instructions by marking the appropriate box. (see Note 1 overleaf)

- SEE VOTING GUIDELINES ON REVERSE -

RESOLUTIONS - MANAGEMENT IS NOT MAKING VOTING RECOMMENDATIONS

1. Election of Directors

You may vote "FOR" up to three (3) nominees for election as director in total. If you vote "FOR" more than three (3) nominees for election as director, your votes will not be counted.

Robert Ulicki's Nominees

- 01 Robert Ulicki
02 Paul Tepsich
03 Thomas Murphy

FOR WITHHOLD checkboxes for Robert Ulicki's nominees

Alex Dolgonos' Nominees

- 04 Henry Kloeppe
05 Daniel S. Marks
06 Riadh Zine

FOR WITHHOLD checkboxes for Alex Dolgonos' nominees

2. Approval of Share Consolidation

To consider, and if thought advisable, to pass, with or without variation, the special resolution as more particularly set forth in the accompanying Management Information Circular prepared for the purpose of the Meeting, approving the share consolidation of the Corporation.

FOR AGAINST checkboxes for share consolidation

This VIF revokes and supersedes all earlier dated VIF and MUST BE SIGNED.

PLEASE PRINT NAME

Signature of Beneficial owner(s)

Date (MM/DD/YYYY)

Voting Instructions – Guidelines and Conditions

The Corporation is providing you access to proxy-related materials for their security holder Meeting. Your name, address and information about your security holdings have been obtained in accordance with applicable securities regulations from the intermediary holding them on your behalf (which is identified by name, code or identifier in the information on the top left corner overleaf). The Voting Instruction Form (“VIF”) is to enable your vote to be submitted on the stated matters. Please complete, sign, date and return the VIF. Unless you appoint yourself or a delegate to attend the Meeting and vote, your securities can be voted only by Management Nominees in accordance with your instructions.

We are prohibited from voting these securities on any of the matters to be acted upon at the Meeting without your specific voting instructions.

The completed VIF should be delivered to TMX Equity Transfer Services Inc.*, in the envelope provided or by fax to (416) 595-9593. Alternatively, if available, you may vote online at www.voteproxyonline.com. The matters to be voted on at the Meeting are set out overleaf.

By providing voting instructions as requested, you are acknowledging that you are the beneficial owner of, and are entitled to instruct us with respect to the voting of, these securities.

THIS VOTING INSTRUCTION FORM MUST BE READ IN CONJUNCTION WITH THE MEETING MATERIAL. YOUR VOTING INSTRUCTIONS MUST BE RECEIVED NO LATER THAN THE DEADLINE SPECIFIED OVERLEAF IN THE UPPER RIGHT SECTION OF THE VIF OR THE EQUIVALENT TIME BEFORE THE TIME AND DATE OF ANY ADJOURNMENT OR POSTPONEMENT OF THE MEETING.

Voting Instructions and Authority - Notes

1. If you appoint the Management Nominees to vote your securities, they will vote in accordance with your instructions and if you do not provide instructions, the Management Nominees will not vote your shares. If you appoint someone else to vote your securities, they will also vote in accordance with your instructions and if you do not provide instructions, they will have the authority to vote in their discretion.
2. If you clearly instruct the Management Nominees to vote in accordance with all of the proposed directors nominated by either Robert Ulicki or Alex Dolgonos, the Management Nominees will vote in alignment with either Mr. Ulicki or Mr. Dolgonos, where such alignment can be reasonably determined, with respect to amendments or variations to the matters identified in the Notice of the Meeting, such other matters which may properly come before the Meeting or any adjournment or postponement thereof. All non-management selected appointees will have the discretionary authorities to vote in his or her discretion with respect to the foregoing matters.
3. If Internet voting is available, you can provide your voting instructions on the website noted overleaf.
4. To be valid, this VIF must be signed. Please date the VIF. If the VIF is not dated, it is deemed to bear the date of its being mailed to the security holders of the Corporation.
5. This form does not convey any right to vote in person at the Meeting. **We urge you to read the above instructions, and the Information Circular prior to completing, signing and returning the VIF so that your securities can be voted.**

For assistance, please contact TMX Equity Transfer Services Inc.*:

Mail: TMX Equity Transfer Services Inc.*
200 University Avenue, Suite 300
Toronto, ON
M5H 4H1

Telephone: (416) 361-0930

Facsimile: (416) 595-9593

Email: TMXInvestorServices@tmx.com

Appointing yourself or someone else to vote your securities

If you want to attend the Meeting and vote in person at the Meeting or appoint another person to do so, write your name or the name of the person attending the Meeting in the space provided on the VIF and return it. Unless prohibited by law, the person whose name is written in the space provided will have full authority to present matters to the Meeting and vote on all matters that are presented at the Meeting, even if those matters are not set out in this form or the information circular. Consult a legal advisor if you wish to modify the authority of that person in any way. When you or your Appointee arrives at the Meeting, they should give their name to the scrutineers and state that they are a proxy appointee. The Appointee must attend the Meeting in order for your securities to be voted.

Notice-and-Access

The Canadian securities regulators have adopted new rules which permit the use of notice-and-access for proxy solicitation instead of the traditional physical delivery of material. This new process provides the option to post meeting related materials including management information circulars as well as annual financial statements and management's discussion and analysis, on a website in addition to SEDAR. Under notice-and-access, meeting related materials will be available for viewing for up to 1 year from the date of posting and a paper copy of the material can be requested at any time during this period.

Disclosure regarding each matter or group of matters to be voted on is in the Information Circular in the Section with the same title as each Resolution overleaf. You should review the Information Circular before voting.

Unique Broadband Systems Inc. has elected to utilize notice-and-access and provide you with the following information:

Meeting materials are available electronically at www.sedar.com and also at www.uniquebroadband.com and www.duffandphelps.com.

If you wish to receive a paper copy of the Meeting materials or have questions about notice-and-access, please call 1-866-393-4891. In order to receive a paper copy in time to vote before the meeting, your request should be received by April 23, 2015.