

Security Class

Holder Account Number

Fold

## Form of Proxy - Virtual Annual General and Special Meeting to be held on May 25, 2020

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

#### Notes to proxy

1. 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 persons whose names are printed herein, please insert the name of your chosen proxyholder 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. This proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting or other matters that may properly come before the meeting or any adjournment or postponement thereof.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

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**Proxies submitted must be received by 10:00 AM, Eastern Standard Time on May 21, 2020.**

### 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](http://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](http://www.investorcentre.com) and clicking at the bottom of the page.

**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 Freckle Ltd. hereby appoint(s): Neil Sweeney, Chairman and Chief Executive Officer of Freckle Ltd., or failing him, Andrew Elinesky, Chief Financial Officer of Freckle Ltd.

OR

Print the name of the person you are appointing if this person is someone other than the Chairman of the Meeting.

as my/our proxyholder with full power of substitution and to attend, 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 all other matters that may properly come before the Virtual Annual General and Special Meeting of shareholders of Freckle Ltd. to be held on May 25, 2020 at 10:00 AM, Eastern Standard Time and at any adjournment or postponement thereof.

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

### 1. Election of Directors

**For** Withhold

**For** Withhold

**For** Withhold

01. Neil Sweeney

 

02. Robert Ferricola

 

03. Kevin Shea

 

04. Michael Atkinson

 

05. Jason Maguire

 

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**For** Withhold

### 2. Appointment of Auditors

Appointment of MNP LLP as Auditors of Freckle Ltd. for the ensuing year and authorizing the Directors to fix their remuneration.

 

**For** Against

### 3. Sale Resolution

A resolution approving the sale of all or substantially all of the property of Freckle Ltd. to Place IQ, Inc., in accordance with Subsection 184(3) of the *Business Corporations Act* (Ontario), the full text of which is set out in Freckle Ltd.'s management information circular.

 

**For** Against

### 4. Name Change Resolution

A resolution approving an amendment to Freckle Ltd.'s articles to change its name from "Freckle Ltd. to "Killi Ltd." or such other name to be approved by the Freckle Ltd.'s board of directors, the full text of which is set out in Freckle Ltd.'s management information circular.

 

**For** Against

### 5. Consolidation Resolution

A resolution approving an amendment to Freckle Ltd.'s articles to effect a consolidation of the Freckle Ltd.'s issued and outstanding common shares at a ratio between the range of 3:1 and 10:1, which will be determined by the directors of Freckle Ltd. at the time of the consolidation, the full text of which is set out in Freckle Ltd.'s management information circular.

 

**For** Against

### 6. Amended Option Plan Resolution

A resolution approving certain amendments to Freckle Ltd.'s stock option plan, the full text of which is set out in Freckle Ltd.'s management information circular.

 

**For** Against

### 7. Repricing Resolution

A resolution approving the repricing of certain stock options granted under Freckle Ltd.'s stock option plan held by certain insiders of Freckle Ltd., the full text of which is set out in Freckle Ltd.'s management information circular.

 

### Authorized Signature(s) - This section must be completed for your instructions to be executed.

Signature(s)

Date

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.

DD / MM / 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.

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

Information Circular - Mark this box if you would like to receive the Information Circular by mail for the next securityholders' meeting.

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](http://www.computershare.com/maillinglist).

