

Proxy

**ANNUAL GENERAL AND SPECIAL MEETING
OF SHAREHOLDERS OF
McCOY GLOBAL INC. (the "*Company*")
TO BE HELD AT THE
THE SUTTON PLACE HOTEL EDMONTON
4:00 PM (MOUNTAIN TIME)
ON MAY 14, 2015 (the "*Meeting*")**

The undersigned shareholder ("***Registered Shareholder***") of the Company hereby appoints, Jim Rakievich, the President and Chief Executive Officer and a Director of the Company, or failing this person, Chris Seaver, Chair and a Director of the Company, or in the place of the foregoing, _____ as proxyholder for and on behalf of the Registered Shareholder with the power of substitution to attend, act and vote for and on behalf of the Registered Shareholder in respect of all matters that may properly come before the Meeting of the Registered Shareholders of the Company and at every adjournment thereof, to the same extent and with the same powers as if the undersigned Registered Shareholder were present at the said Meeting, or any adjournment thereof.

The Registered Shareholder hereby directs the proxyholder to vote the securities of the Company registered in the name of the Registered Shareholder as specified herein.

The undersigned Registered Shareholder hereby revokes any proxy previously given to attend and vote at said Meeting.

SIGN HERE: _____

Please Print Name: _____

Date: _____

THIS PROXY FORM MUST BE SIGNED AND DATED.

SEE IMPORTANT INFORMATION AND INSTRUCTIONS ON REVERSE.

Resolutions (For full detail of each item, please see the enclosed Notice of Meeting and Management Information Circular)

1.	To set the number of directors to be elected at seven (7)	For	Against
2.	To elect as Director, Frank Burdzy	For	Withhold
3.	To elect as Director, Terry Freeman		
4.	To elect as Director, John Irwin		
5.	To elect as Director, Carmen Loberg		
6.	To elect as Director, Jim Rakievich		
7.	To elect as Director, Chris Seaver		
8.	To elect as Director, Dale Tremblay		
9.	The appointment of PricewaterhouseCoopers, LLP of Edmonton Alberta as the auditors of the Company for the ensuing year and to authorize the directors to fix their remuneration	For	Withhold
10.	To consider, and if thought fit, to pass an ordinary resolution, as more particularly set forth in the accompanying Management Information Circular, confirming the amendments to By-Law Number 1 of the Company made by the directors of the Corporation on March 30, 2015	For	Against
11.	To consider, and if thought fit, to pass an ordinary resolution, as more particularly set forth in the accompanying Management Information Circular, approving and ratifying the Shareholder Rights Plan Agreement dated April 1, 2015	For	Against

INSTRUCTIONS FOR COMPLETION OF PROXY

1. **This Proxy is solicited by the Management of the Company.**
 2. This form of proxy ("Instrument of Proxy") ***must be signed*** by you, the Registered Shareholder, or by your attorney duly authorized by you in writing, or, in the case of a corporation, by a duly authorized officer or representative of the corporation; and ***if executed by an attorney, officer, or other duly appointed representative***, the original or a notarial copy of the instrument so empowering such person, or such other documentation in support as shall be acceptable to the Chair, must accompany this Instrument of Proxy.
 3. ***If this Instrument of Proxy is not dated*** in the space provided, authority is hereby given by you, the Registered Shareholder, for the proxyholder to date this proxy seven (7) calendar days after the date on which it was mailed to you, the Registered Shareholder, by the Company.
 4. ***A Registered Shareholder who wishes to attend the Meeting and vote on the resolutions in person***, may simply register with the scrutineers before the Meeting begins.
 5. ***A Registered Shareholder who is not able to attend the Meeting in person but wishes to vote on the resolutions***, may do the following:
 - (a) ***appoint one of the management proxyholders*** named on this Instrument of Proxy, by leaving the wording appointing a nominee as is (i.e. do not strike out the management proxyholders shown and do not complete the blank space provided for the appointment of an alternate proxyholder). **Where no choice is specified by a Registered Shareholder with respect to a resolution set out in this Instrument of Proxy, a management appointee acting as a proxyholder will vote in favour of each matter identified on this Instrument of Proxy and for the nominees of management for directors and auditor as identified in this Instrument of Proxy;**
- OR**
- (b) ***appoint another proxyholder***, being another person or company who need not be a Registered Shareholder of the Company, to represent the Registered Shareholder at the Meeting and to vote according to the Registered Shareholder's instructions, by striking out the management proxyholder names shown and inserting the name of the person you wish to represent you at the Meeting in the space provided for an alternate proxyholder. If no choice is specified, the proxyholder has discretionary authority to vote as the proxyholder sees fit.
6. ***The securities represented by this Instrument of Proxy will be voted or withheld from voting in accordance with the instructions of the Registered Shareholder on any ballot*** of a resolution that may be called for and, if the Registered Shareholder specifies a choice with respect to any matter to be acted upon, the securities will be voted accordingly. Further, the securities will be voted by the appointed proxyholder with respect to any amendments or variations of any of the resolutions set out on this Instrument of Proxy or matters which may properly come before the Meeting as the proxyholder in its sole discretion sees fit.
 7. If a Registered Shareholder has submitted an Instrument of Proxy, ***the Registered Shareholder may still attend the Meeting and may vote in person***. To do so, the Registered Shareholder must record his/her attendance with the scrutineers before the commencement of the Meeting and deliver to the Chair a form of revocation of proxy at the Meeting or any adjournment thereof before the vote in respect of which the proxy is to be used is taken.
 8. You may use the internet site at www.valianttrust.com to transmit your voting instructions. You will need this Instrument of Proxy in hand when you access the web site, as you will be prompted to enter your Control Number, which is located on this Instrument of Proxy. If you vote by internet, your vote must be received not later than 4:00 pm MDT on May 12, 2015, or 48 hours prior to the time of any adjournment of the Meeting. This website may be used to appoint a proxyholder to attend and vote on your behalf at the Meeting and to convey your voting instructions. Complete proxy instructions are found in the Management Information Circular.

*To be represented at the Meeting, voting instructions must be **DEPOSITED** at the office of **VALIANT TRUST COMPANY** no later than forty-eight (48) hours (excluding Saturdays, Sundays and holidays) prior to the time of the Meeting, or any adjournment thereof. Late proxies may be accepted or rejected by the Chair of the Meeting in his discretion, and the Chair is under no obligation to accept or reject any particular late proxy.*

The mailing address of Valiant Trust Company is **#310, 606 – 4th Street S.W. Calgary AB T2P 1T1**
fax number is **403-233-2857**, or by Internet voting at **<https://proxy.valianttrust.com>**