

# Form of Proxy – Annual General and Special Meeting to be held on August 16, 2021

**Appointment of Proxyholder**

I/We being the undersigned holder(s) of **Cybin Inc.** hereby appoint **Eric So** or failing this person, **Gabriel Fahel**

OR

Print the name of the person you are appointing if this person is someone other than the Management Nominees listed herein:

To register a proxyholder, shareholders MUST send an email to [cybin@odysseytrust.com](mailto:cybin@odysseytrust.com) and provide Odyssey Trust Company with their proxyholder's contact information, amount of shares appointed, name in which the shares are registered if they are a registered shareholder, or name of broker where the shares are held if a beneficial shareholder, so that Odyssey may provide the proxyholder with a Username via email

as my/our proxyholder with full power of substitution and to attend, act, and to vote for and on behalf of the holder 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 Annual General and Special Meeting of Cybin Inc. to be held virtually at <https://web.lumiagm.com/281388222> at 10:00am Eastern Time or at any adjournment thereof.

<b>1. Appointment of Auditors.</b> To appoint Zeifmans LLP as auditor of the Corporation for the ensuing year and to authorize the directors of the Corporation to fix its remuneration.	<b>For</b>	<input type="checkbox"/>	<b>Withhold</b>	<input type="checkbox"/>
<b>2. Board Number Resolution.</b> To consider and, if thought appropriate, pass, with or without variation, a special resolution to set the number of directors of the Corporation at six (6), as more fully described in the accompanying management information circular dated July 19, 2021 (the "Circular").	<b>For</b>	<input type="checkbox"/>	<b>Against</b>	<input type="checkbox"/>
<b>3. Election of Directors.</b>	<b>For</b>	<input type="checkbox"/>	<b>Withhold</b>	<input type="checkbox"/>
<b>a. Eric So</b>	<input type="checkbox"/>	<input type="checkbox"/>	<b>b. Paul Glavine</b>	<input type="checkbox"/>
<b>d. Grant Froese</b>	<input type="checkbox"/>	<input type="checkbox"/>	<b>e. Mark Lawson</b>	<input type="checkbox"/>
<b>c. Eric Hoskins</b>	<input type="checkbox"/>	<input type="checkbox"/>	<b>f. Theresa Firestone</b>	<input type="checkbox"/>
<b>4. Board Size Authorizing Resolution.</b> To consider and, if thought appropriate, pass, with or without variation, a special resolution to authorize the directors of the Corporation to set the number of directors of the Corporation between the minimum and maximum provided in the articles, as more fully described in the accompanying Circular.	<b>For</b>	<input type="checkbox"/>	<b>Against</b>	<input type="checkbox"/>
<b>5. Approval of Amendments to the Equity Incentive Plan.</b> To consider and, if thought appropriate, pass, with or without variation, a resolution to approve certain amendments to the Corporation's equity incentive plan, as more fully described in the accompanying Circular.	<b>For</b>	<input type="checkbox"/>	<b>Against</b>	<input type="checkbox"/>
<b>6. Adoption of a Shareholder Rights Plan.</b> To consider and, if thought appropriate, pass, with or without variation, a resolution to authorize and approve the adoption of a shareholder rights plan of the Corporation, as more fully described in the accompanying Circular.	<b>For</b>	<input type="checkbox"/>	<b>Against</b>	<input type="checkbox"/>

**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.**

\_\_\_\_\_ / \_\_\_\_\_ / \_\_\_\_\_  
**MM / DD / YY**

**Interim Financial Statements** – Check the box to the right if you would like to **RECEIVE** Interim Financial Statements and accompanying Management's Discussion & Analysis by mail. See reverse for instructions to sign up for delivery by email.

**Annual Financial Statements** – Check the box to the right if you would like to receive the Annual Financial Statements and accompanying Management's Discussion and Analysis by mail. See reverse for instructions to sign up for delivery by email.

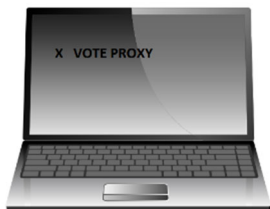
**This form of proxy is solicited by and on behalf of Management.**

**Proxies must be received by 10:00am, Eastern Time, on August 12, 2021.**

**Notes to Proxy**

1. Each holder has the right to appoint a person, who need not be a holder, to attend and represent him or her at the Annual General and Special Meeting. If you wish to appoint a person other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided on the reverse.
2. If the securities are registered in the name of more than one holder (for example, joint ownership, trustees, executors, etc.) then all of the registered owners must sign this proxy in the space provided on the reverse. If you are voting on behalf of a corporation or another individual, you may be required to provide documentation evidencing your power to sign this proxy with signing capacity stated.
3. This proxy should be signed in the exact manner as the name appears 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 or withheld from voting, 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 to matters identified in the Notice of Meeting or other matters that may properly come before the meeting.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

**INSTEAD OF MAILING THIS PROXY, YOU MAY SUBMIT YOUR PROXY USING SECURE ONLINE VOTING AVAILABLE ANYTIME:**



**To Vote Your Proxy Online please visit:**

<https://login.odysseytrust.com/pxlogin> and click on **VOTE**. You will require the **CONTROL NUMBER** printed with your address to the right. If you vote by Internet, **do not mail** this proxy.

Shareholder Address and Control Number Here

**To Virtually Attend the Meeting:**

You can attend the meeting virtually by visiting <https://web.lumiagm.com> and entering the meeting ID 281-388-222. The password to join the meeting is "cybin2021". For further information on the virtual meeting and how to attend it, please view the management information circular of the company.

To request the receipt of future documents via email and/or to sign up for Securityholder Online services, you may contact Odyssey Trust Company at [www.odysseycontact.com](http://www.odysseycontact.com)

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. A return envelope has been enclosed for voting by mail.