

Security Class

Holder Account Number

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Form of Proxy - Virtual Annual General and Special Meeting to be held on Tuesday, May 19, 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. 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 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.
9. In accordance with the general by-law of the Corporation (the "By-Law"), the securities of the Corporation are subject to the "Control Approval Requirements" (as such term is defined in the By-Law). The Corporation will furnish to a shareholder, on demand and without charge, a full copy of the text of these requirements. **By signing this proxy or by giving voting instructions, I declare to the Corporation that the beneficial holder of common shares of the Corporation and any person exercising control or direction over any of such common shares do not own, hold or control, directly or indirectly, a Significant Voting Interest (as such term is defined in the By-Law) contrary to any of the Control Approval Requirements.**

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Proxies submitted must be received by 9:00 a.m., Eastern Time, on Thursday, May 14, 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
- **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 and clicking at the bottom of the page.



To Virtually Attend the Meeting

- You can attend the meeting virtually by visiting the URL provided on the back of this proxy.

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 common shares of the Corporation hereby appoint: **Ian W. Delaney**, or failing him, **J. Cameron MacDonald**, or failing him, **Glenn G. MacNeil**

OR

Print the name of the person you are appointing if this person is someone other than the management nominees listed herein.

Note: If completing the appointment box above and your appointee intends on attending online YOU MUST go to <https://www.computershare.com/WEDQ> and provide Computershare with the name and email address of the person you are appointing. Computershare will use this information ONLY to provide the appointee with a user name to gain entry to the online meeting. If the appointee is attending the meeting this step is NOT required.

as my/our proxyholder with full power of substitution and to vote 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 The Westaim Corporation to be held online at <https://web.lumiagm.com/265670167>, on Tuesday, May 19, 2020 at 9:00 a.m., Eastern 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. Stephen R. Cole	<input type="checkbox"/>	<input type="checkbox"/>	02. Ian W. Delaney	<input type="checkbox"/>	<input type="checkbox"/>	03. John W. Gildner	<input type="checkbox"/>	<input type="checkbox"/>
04. J. Cameron MacDonald	<input type="checkbox"/>	<input type="checkbox"/>	05. Lisa Mazzocco	<input type="checkbox"/>	<input type="checkbox"/>	06. Kevin E. Parker	<input type="checkbox"/>	<input type="checkbox"/>
07. Bruce V. Walter	<input type="checkbox"/>	<input type="checkbox"/>						

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2. Appointment of Auditors

To re-appoint Deloitte LLP, Chartered Professional Accountants, as auditors of the Corporation for the ensuing year and to authorize the audit committee of the board of directors of the Corporation (the "Audit Committee") to fix their remuneration and terms of engagement.

For	<input type="checkbox"/>	Withhold	<input type="checkbox"/>
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3. Option Plan Approval

To consider a resolution (the "Option Plan Resolution") to confirm and approve the amended and restated 10% rolling incentive stock option plan of the Corporation, as required by the TSX Venture Exchange on an annual basis.

For	<input type="checkbox"/>	Against	<input type="checkbox"/>
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The undersigned instructs the above-named proxyholder to act on each of the matters itemized above as directed. If no direction is given, such proxyholder shall vote for the election of the management nominees listed in item 1, for the re-appointment of Deloitte LLP, Chartered Professional Accountants, as auditors and the authorization of the Audit Committee to fix their remuneration and terms of engagement, and for the Option Plan Resolution. The undersigned hereby confers discretionary authority upon such proxyholder to vote in accordance with his or her best judgment, with respect to amendments or variations to the matters outlined above and with respect to matters other than those listed in the Notice of Meeting and which may properly come before the meeting. At the date hereof, management knows of no such amendment, variation or other matter.

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

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.**

Signature(s)

Date

MM / DD / 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 NOT like to receive the Annual Financial Statements and accompanying Management's Discussion and Analysis by mail.

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.



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