

Mira X Acquisition Corp.
(the "Corporation")

FORM OF PROXY ("PROXY")

Annual General and Special Meeting
October 28, 2020 at 10:30 a.m. (Eastern time)
135 Yorkville Ave, Suite 900,
Toronto, Ontario, M5R 0C7
(the "Meeting")

RECORD DATE: September 28, 2020

CONTROL NUMBER:

SEQUENCE #:

FILING DEADLINE FOR PROXY: October 26, 2020 at 10:30 a.m. (Eastern time)

VOTING METHOD	
INTERNET	Go to www.voteproxyonline.com and enter the 12 digit control number above
FACSIMILE	416-595-9593
MAIL	TSX Trust Company 301 - 100 Adelaide Street West Toronto, Ontario, M5H 4H1

The undersigned hereby appoints **Jay Freeman**, whom failing **Aaron Wolfe** (the "Management Nominees"), or instead of any of them, the following Appointee

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.

- SEE VOTING GUIDELINES ON REVERSE -

RESOLUTIONS – MANAGEMENT VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT ABOVE THE BOXES

1. Number of Directors

To set the number of directors at 6, as more fully described the Management Information Circular of the Corporation dated September 25, 2020 (the "Management Information Circular").

FOR **AGAINST**

2. Election of Directors

To elect each of Ronald Schmeichel, Jay Freeman and Amar Bhalla as directors of the Corporation to hold office until the earlier of (a) the close of the next annual meeting of Shareholders of the Corporation or until their successors are elected or appointed; and (b) the Effective Time, as defined in the Management Information Circular, as more fully described in the Management Information Circular.

FOR **WITHHOLD**

- | | | |
|-------------------------|--------------------------|--------------------------|
| a) Ronald D. Schmeichel | <input type="checkbox"/> | <input type="checkbox"/> |
| b) Jay Freeman | <input type="checkbox"/> | <input type="checkbox"/> |
| c) Amar Bhalla | <input type="checkbox"/> | <input type="checkbox"/> |

3. Conditional Election of Additional Directors

To elect each of Suzanne Poirier, Alain Miquelon, Philippe Meunier, Eric Graveline, Carl Goyette and Joseph Zakher as directors of the Corporation, to hold office from the Effective Time until the next annual meeting of the Shareholders or until their successors are elected or appointed, as more fully described in the Management Information Circular.

FOR **WITHHOLD**

- | | | |
|---------------------|--------------------------|--------------------------|
| a) Suzanne Poirier | <input type="checkbox"/> | <input type="checkbox"/> |
| b) Alain Miquelon | <input type="checkbox"/> | <input type="checkbox"/> |
| c) Philippe Meunier | <input type="checkbox"/> | <input type="checkbox"/> |
| d) Eric Graveline | <input type="checkbox"/> | <input type="checkbox"/> |
| e) Carl Goyette | <input type="checkbox"/> | <input type="checkbox"/> |
| f) Joseph Zakher | <input type="checkbox"/> | <input type="checkbox"/> |

4. Appointment of Auditor

To approve (1) the appointment of **RSM Canada LLP** as auditor of the Corporation to hold office until the earlier of: (a) the next annual meeting of the Shareholders, or (b) the Effective Time and (2) the appointment of **KPMG LLP** as auditor of the Corporation to hold office from the Effective Time until the next annual meeting of the Shareholders.

FOR **WITHHOLD**

5. Omnibus Incentive Plan Resolution

To approve the ordinary resolution of the Corporation approving the omnibus incentive plan of the Corporation, as more fully described in the Management Information Circular.

FOR **AGAINST**

6. Consolidation of Common Shares

To approve the special resolution of the Corporation authorizing an amendment to the articles of the Corporation to effect a consolidation of the common shares in the capital of the Corporation on the basis of one (1) post-consolidation common share for every 83.846 pre-consolidation common shares, as more fully described in the Management Information Circular.

FOR **AGAINST**

7. Corporation Name Change

To approve the special resolution of the Corporation authorizing an amendment to the articles of the Corporation to change the name of the Corporation to "GURU Organic Energy Corp.", or such other similar name as the board of directors of the Corporation, in its sole discretion, deems appropriate, as more fully described in the Management Information Circular.

FOR **AGAINST**

8. Continuance Resolution

To approve the special resolution of the Corporation authorizing and approving the continuance of the Corporation from the Province of Ontario into the Federal jurisdiction of Canada in accordance with the Canada Business Corporations Act, as more fully described in the Management Information Circular.

FOR **AGAINST**

9. By-Laws of the Company

To approve the ordinary resolution of the Corporation authorizing, confirming and approving the new general by-laws of the Corporation following the Continuance, as more fully described in the Management information Circular.

FOR **AGAINST**

This proxy revokes and supersedes all earlier dated proxies and **MUST BE SIGNED**

PLEASE PRINT NAME

Signature of registered owner(s)

Date (MM/DD/YYYY)

Proxy Voting – Guidelines and Conditions

1. **THIS PROXY IS SOLICITED BY MANAGEMENT OF THE CORPORATION.**
2. **THIS PROXY SHOULD BE READ IN CONJUNCTION WITH THE MEETING MATERIALS PRIOR TO VOTING.**
3. **If you appoint the Management Nominees to vote your securities, they will vote in accordance with your instructions or, if no instructions are given, in accordance with the Management Voting Recommendations highlighted for each Resolution on the reverse. If you appoint someone else to vote your securities, they will also vote in accordance with your instructions or, if no instructions are given, as they in their discretion choose.**
4. This proxy confers discretionary authority on the person named to vote in his or her discretion with respect to amendments or variations to the matters identified in the Notice of the Meeting accompanying the proxy or such other matters which may properly come before the Meeting or any adjournment or postponement thereof.
5. **Each security holder has the right to appoint a person other than the Management Nominees specified herein to represent them at the Meeting or any adjournment or postponement thereof.** Such right may be exercised by inserting in the space labeled "*Please print appointee name*", the name of the person to be appointed, who need not be a security holder of the Corporation.
6. To be valid, this proxy must be signed. Please date the proxy. If the proxy is not dated, it is deemed to bear the date of its mailing to the security holders of the Corporation.
7. To be valid, this proxy must be filed using one of the **Voting Methods** and *must be received by TSX Trust Company* before the **Filing Deadline for Proxies**, noted on the reverse or in the case of any adjournment or postponement of the Meeting not less than 48 hours (Saturdays, Sundays and holidays excepted) before the time of the adjourned or postponed meeting. Late proxies may be accepted or rejected by the Chairman of the Meeting in his discretion, and the Chairman is under no obligation to accept or reject any particular late proxy.
8. If the security holder is a corporation, the proxy must be executed by an officer or attorney thereof duly authorized, and the security holder may be required to provide documentation evidencing the signatory's power to sign the proxy.
9. Guidelines for proper execution of the proxy are available at www.stac.ca. Please refer to the Proxy Protocol.

Investor inSite

TSX Trust Company offers at no cost to security holders, the convenience of secure 24-hour access to all data relating to their account including summary of holdings, transaction history, and links to valuable security holder forms and Frequently Asked Questions.

To register, please visit www.tsxtrust.com/investorinsite

Click on, "*Register*" and complete the registration form. Call us toll free at 1-866-600-5869 with any questions.

Request for Financial Statements

In accordance with securities regulations, security holders may elect to receive Annual Financial Statements, Interim Financial Statements and MD&As.

Instead of receiving the financial statements by mail, you may choose to view these documents on SEDAR at www.sedar.com.

I am currently a security holder of the Corporation and as such request the following:

- Annual Financial Statements with MD&A
- Interim Financial Statements with MD&A

If you are casting your vote online and wish to receive financial statements, please complete the online request for financial statements following your voting instructions.

If the cut-off time has passed, please fax this side to 416-595-9593

Mira X Acquisition Corp.
2020