AIRBOSS OF AMERICA CORP.

8th Floor, 100 University Avenue
Toronto, Ontario M5J 2Y1
www.computershare.com

Security Class

Holder Account Number

Fold

Form of Proxy - Annual General and Special Meeting to be held on May 10, 2018

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 or withheld from voting 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 as set forth in the accompanying Management Information Circular.**
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.

Fold

Proxies submitted must be received by 5:00 pm, Eastern Time, on May 8, 2018.

VOTE USING THE INTERNET 24 HOURS A DAY 7 DAYS A WEEK!

To Vote Using the Internet

- Go to the following web site: www.investorvote.com
- **Smartphone?** Scan the QR code to vote now.

If you vote by 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 to vote using the Internet.

To vote by the Internet, you will need to provide your CONTROL NUMBER listed below.

CONTROL NUMBER

Appointment of Proxyholder

I/We, being holder(s) of AirBoss of America Corp. (the "Company") hereby appoint: P. Grenville Schoch, Chairman and Chief Executive Officer of the Company, or failing him, Lisa Swartzman, President of the Company,

OR

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

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 Annual General and Special Meeting of shareholders of AirBoss of America Corp. to be held at Magna Golf Course, 14780 Leslie Street, Aurora, Ontario L4G 7C3 on May 10, 2018 at 4:30 pm, 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. Robert Hagerman	☐	☐	02. Mary Matthews	☐	☐	03. Robert McLeish	☐	☐
04. Brian Robbins	☐	☐	05. Peter Grenville Schoch	☐	☐	06. Alan Watson	☐	☐

Fold

For Withhold

2. **Appointment of Auditors**

Re-appointment of KPMG LLP, Chartered Accounts, as auditors of the Company for the ensuing year and authorizing the Directors to fix their remuneration. ☐ ☐

For Against

3. **Unallocated Awards Resolution**

WHEREAS:

1. the board of directors of the Company adopted on April 8, 2015 the 2015 Omnibus Incentive Plan (the "2015 Omnibus Plan") which does not have a fixed maximum number of common shares issuable;
2. the shareholders of the Company approved the 2015 Omnibus Plan, by a majority of votes cast, on May 14, 2015; and
3. the rules of the Toronto Stock Exchange provide that all unallocated options, rights or other entitlements under a security base compensation arrangement which does not have a fixed number of maximum securities issuable, be approved every three (3) years; ☐ ☐

BE IT HEREBY RESOLVED as an ordinary resolution of the Company that:

1. all unallocated awards under the 2015 Omnibus Plan are hereby approved and authorized;
2. the Company has the ability to continue granting awards under 2015 Omnibus Plan until May 10, 2021, which is the date that is three (3) years from the date of the shareholder meeting at which shareholder approval is being sought; and

Fold

any one (or more) director or officer of the Company is authorized and directed, on behalf of the Company, to take all necessary steps and proceedings and to execute, deliver and file any and all declarations, agreements, documents and other instruments and do all such other acts and things (whether under corporate seal of the Company or otherwise) that may be necessary or desirable to give effect to the foregoing resolution.

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

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 Report - Mark this box if you would like to receive the Annual Report 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/mailinglist.

B O S Q 2 6 9 8 3 0 A R 1