



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

Security Class

Holder Account Number

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Form of Proxy - Annual General Meeting to be held on May 3, 2017 at 4:15 p.m.

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 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 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.

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Proxies submitted must be received by 4:00 p.m., Eastern Time, on Monday, May 1, 2017.



Appointment of Proxyholder

The undersigned shareholder(s) of Accord Financial Corp. hereby appoint(s): Ken Hitzig, Chairman of the Board, or failing him, Jim Bates, Secretary

OR

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

as proxy to vote or refrain from voting all of the common shares registered in the name of the undersigned on behalf of the undersigned at the **Annual General Meeting of Shareholders of the Company (the "Meeting") to be held on Wednesday, May 3, 2017 at 4:15 p.m. (Toronto time)** at the Toronto Board of Trade, 3rd floor, First Canadian Place, 77 Adelaide Street West, Toronto, Ontario, and at every adjournment thereof as follows with full power of substitution:

VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED TEXT** OVER THE BOXES.

1. Election of Directors

	For	Withhold		For	Withhold		For	Withhold
01. David Beutel	<input type="checkbox"/>	<input type="checkbox"/>	02. Ken Hitzig	<input type="checkbox"/>	<input type="checkbox"/>	03. Tom Henderson	<input type="checkbox"/>	<input type="checkbox"/>
04. Gary Prager	<input type="checkbox"/>	<input type="checkbox"/>	05. Robert Sandler	<input type="checkbox"/>	<input type="checkbox"/>	06. John J. Swidler	<input type="checkbox"/>	<input type="checkbox"/>
07. Stephen Warden	<input type="checkbox"/>	<input type="checkbox"/>						

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For

Withhold

2. Appointment of Auditors

Appointment of KPMG LLP, Chartered Accountants, as auditors of the Corporation for the ensuing year and to authorize the directors, through their Audit Committee, to fix the remuneration to be paid to the auditors.

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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.

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.

