



PROXY

FOR USE BY HOLDERS OF COMMON SHARES

Solicited by Management for the Annual and Special Meeting of Shareholders to be held on May 11, 2016

The undersigned holder of Common Shares of Shawcor Ltd. (the "Company") hereby appoints Paul G. Robinson, Chair, or failing him, Darrell R. Ewert, Corporate Secretary, or instead of either of the foregoing, _____ as Proxy of the undersigned, with full power of substitution, to attend, vote and otherwise act for and on behalf of the undersigned at the Annual and Special Meeting of Shareholders of the Company to be held on the date set out above and at every adjournment thereof in the same manner, to the same extent and with the same power as if the undersigned were present at the said meeting or any adjournment thereof, and the undersigned hereby revokes any former instrument appointing a proxy for the undersigned at the said meeting or any adjournment or adjournments thereof.

1. On the election of directors,

	For	Withhold		For	Withhold
John T. Baldwin	☐	☐	Stephen M. Orr	☐	☐
Derek S. Blackwood	☐	☐	Pamela S. Pierce	☐	☐
James W. Derrick	☐	☐	Paul G. Robinson	☐	☐
Kevin J. Forbes	☐	☐	E. Charlene Valiquette	☐	☐
Michael S. Hanley	☐	☐	Donald M. Wishart	☐	☐

2. On the appointment of Ernst & Young LLP as auditor of the Company and authorizing the directors to fix the auditor's remuneration,

For ☐ Withhold ☐

3. On the amendment to the Company's Employee Stock Option Plan-2001,

For ☐ Against ☐

4. Vote at the discretion of the proxy nominee on any amendments to the foregoing and on such other business as may properly come before the meeting or any adjournments thereof.

Shares represented by this proxy will be voted or withheld from voting in accordance with the instructions of the shareholder on any ballot that may be called for. If no choice is specified for items 1, 2 or 3, the proxy will be voted in favour of that item.

Where the shareholder is a corporation, this proxy should be signed by a duly authorized person.

Each shareholder has the right to appoint a person to represent him/her at the meeting other than the person specified above. Such right may be exercised by inserting in the space provided the name of the person to be appointed, who need not be a shareholder of the Company.

Dated this _____ day of _____, 2016

Should this proxy not be dated, it shall be deemed to bear the date on which it was mailed by the Company.

Signature of Shareholder

Name (Please Print)

Address

Address