



VOTING INSTRUCTION FORM
(Non-Objecting Beneficial Owners)
2022 Annual Meeting of Shareholders

The undersigned, a shareholder ("**Beneficial Holder**") of **Common Shares** of Dexterra Group Inc. ("**Dexterra**") and a non-objecting beneficial owner, hereby appoints **R. William McFarland, Chair of the Board of Directors of Dexterra ("Board")**, or, failing him, **John MacCuish, Chief Executive Officer and President Facilities Management of Dexterra**, or instead of either of the foregoing, the person named below to attend, act and vote on behalf of the undersigned in accordance with the below direction (or if no directions have been given, as the appointee sees fit) on all the following matters and any other matter that may properly come before the meeting of shareholders of Dexterra to be held at the Sheraton Centre, 2nd Fl, City Hall Room, 123 Queen St. West, Toronto, Canada and also accessible via live audio webcast at <https://web.lumiagm.com/272484736> at 11:30 a.m. EST on 11th day of May, 2022, and at any and all adjournments or postponements thereof (the "**Meeting**") in the same manner, to the same extent and with the same powers as if the undersigned were present, with full power of substitution.

To attend in person or to appoint someone to attend on your behalf print that name here, if this person is someone other than the individuals listed above.

*If you are appointing a proxyholder other than the management appointees listed above you must return your voting instruction form and **MUST** contact TSX Trust Company by going to TSX Trust's website at <https://www.tsxtrust.com/control-number-request> to complete and submit the electronic form or by calling 1-866-751-6315 (toll-free in North America) or 1-212-235-5754 (outside North America) by 11:30 a.m. EST on May 9, 2022, or, if the Meeting is adjourned or postponed, not less than 48 hours (excluding Saturdays, Sundays and holidays) before the time and date of the adjourned or postponed meeting, and provide TSX Trust Company with the required information for your chosen proxyholder so that TSX Trust Company may provide your proxyholder with a control number via email. This control number will allow your proxyholder to log in and vote at the Meeting. Without a control number your proxyholder will only be able to log in to the Meeting as a guest and will not be able to vote.*

		FOR	WITHHOLD			FOR	WITHHOLD
1. To vote as a Director							
01	Mary Garden	☐	☐	05	R. William McFarland	☐	☐
02	David Johnston	☐	☐	06	Kevin D. Nabholz	☐	☐
03	Simon Landy	☐	☐	07	Russell Newmark	☐	☐
04	John MacCuish	☐	☐				
						FOR	WITHHOLD
2. Appointment of Auditors							
	To appoint PricewaterhouseCoopers LLP, Chartered Professional Accountants, as auditor of Dexterra for the ensuing year and to authorize the Board to fix their remuneration.					☐	☐

I/We authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any instructions previously given with respect to the Meeting. **If no voting instructions are indicated above, this Voting Instruction Form (VIF) will be voted FOR a matter by Management's appointees or, if you appoint another person, as that other person sees fit. On any amendments or variations proposed or any new business submitted properly before the Meeting, I/We authorize you to vote as you see fit.**

Signature(s)

Date

Please sign exactly as your name(s) appear below. Please see reverse for additional instructions. All VIFs must be received by **11:30 am (EST) on May 9th, 2022.**

1. **This VIF must be dated and signed by the Beneficial Holder, or by his or her attorney authorized in writing, and the signature hereon should be exactly the same as the name in which the Common Shares are held. If this VIF is not dated in the indicated space, it is deemed to bear the date on which it is mailed by the person making the solicitation. If the Beneficial Holder is a corporation, its corporate seal must be affixed or this VIF must be signed by an officer or attorney thereof duly authorized.** By providing voting instructions as requested, you are acknowledging that you are the beneficial owner of and are entitled to instruct us with respect to the voting of, these securities.

2. If Common Shares are held in the name of an executor, administrator, trustee or similar holder, such holder must set out his or her full title and sign this VIF exactly as such Common Shares are held. If Common Shares are held in the name of a deceased Beneficial Holder, the Beneficial Holder's name must be printed in the space provided, this VIF must be signed by the legal representative with his or her name printed below its signature, and evidence of authority to sign on behalf of the Beneficial Holder must be attached to this VIF.

3. This VIF will not be valid and will not be acted upon unless it is completed as specified herein and received by TSX Trust Company in any of the following manners, at any time up to 11:30 a.m. EST on May 9, 2022 or not less than 48 hours (excluding Saturdays, Sundays and holidays) prior to the date of any adjournment of the Meeting. You may not present this VIF at the Meeting in order to vote.

4. This VIF should be read in conjunction with the Information Circular and other proxy materials provided by management.

5. A VIF Form is valid only at the meeting in respect of which it is given or any adjournment(s) or postponement(s) of that meeting. The individuals named in this VIF are representatives of management of Dexterra and are the Chairman of the Board and Chief Executive Officer and President Facilities Management of Dexterra, respectively. **You have the right to appoint another person to represent you at the Meeting.** If you wish to appoint someone else to represent you at the Meeting, insert that other person's name in the blank space set out above in this VIF or by completing another proper form of voting instruction form. The person you appoint to represent you at the Meeting need not be a shareholder of Dexterra.

6. **Securities represented by this VIF will be voted as directed by you, however, if such a direction is not made in respect of any matter, the VIF will direct the voting of the securities to be made as recommended in the documentation provided by management.**

The securityholder materials are being sent to both registered and non-registered owners of the securities. If you are a non-registered owner, and Dexterra or its agent has sent these materials directly to you, your name and address with information about your holdings of securities have been obtained in accordance with applicable securities regulatory requirements from the intermediary holding on your behalf.

By choosing to send these materials to you directly, Dexterra (and not the intermediary holding on your behalf has assumed responsibility for (i) delivering these materials to you, and (ii) executing your proper voting instructions. Please return your VIF as specified in the request for voting instructions.

Dexterra is sending these securityholder materials directly to the non-objecting beneficial owners of the securities.

HOW TO VOTE

INTERNET

- Go to www.tsxtrust.com/vote-proxy
- Cast your vote online
- View meeting documents

TELEPHONE

Use any touchtone phone, call toll free in Canada and the United States 1-888-489-5760 and follow the voice Instructions.

To vote using your smartphone, please scan this QR Code



To vote by internet or telephone you will need your 13 digit control number. If you vote by internet or telephone, do not return this VIF.

MAIL, FAX or EMAIL

- Complete and return your signed VIF in the envelope provided or send to:

TSX Trust Company,
P.O. Box 721, Agincourt, ON, M1S 0A1

- Fax your VIF (**both sides**) toll free to 1-866-781-3111 or scan (**both sides**) and email to proxyvote@tmx.com

To submit this VIF by telephone or internet you will need to use your 13-digit Control Number, which is set forth on this VIF. The Control Number is your personal security code and will be used to authenticate your voting instructions.