

# TEMPLE HOTELS INC.



## Appointment of Proxyholder

I/We, being holders of common shares of Temple Hotels Inc. (the "Company"), hereby appoint: Arni C. Thorsteinson, Chief Executive Officer and a director of the Company, or, failing him, Gino Romagnoli, the Executive Vice-President of the Company, OR

Print the name of the person you are appointing if this person is someone other than the individuals listed above

as proxy of the undersigned, to attend, act and vote in respect of all common shares registered in the name of the undersigned at the Annual and Special Meeting of Shareholders of the Company to be held at 10:00 a.m. (Winnipeg time) on Tuesday, June 30<sup>th</sup>, 2015, at the offices of Shelter Canadian Properties Limited, 2600 Seven Evergreen Place, Winnipeg, Manitoba (the "Meeting"), and at any and all adjournments or postponements thereof in the same manner, to the same extent and with the same powers as if the undersigned were personally present, with full power of substitution. Without limiting the general powers and authority hereby conferred on the form of proxy, the holdings represented by this proxy are specifically directed to be voted or withheld from being voted as follows:

### Directors and management of the Company recommend voting FOR Resolutions 1, 2, 3, 4 and 5. Please use dark black pencil or pen.

<b>1. Election of Directors</b>	<i>FOR</i>	<i>WITHHOLD</i>
1. Brent McLean	<input type="checkbox"/>	<input type="checkbox"/>
2. David J. Nunn	<input type="checkbox"/>	<input type="checkbox"/>
3. Chris J. Cahill	<input type="checkbox"/>	<input type="checkbox"/>
4. K. Rai Sahi	<input type="checkbox"/>	<input type="checkbox"/>
5. Peter Aghar	<input type="checkbox"/>	<input type="checkbox"/>
 <b>2. Appointment of Auditors</b>	 <i>FOR</i>	 <i>WITHHOLD</i>
To appoint Scarrow & Donald LLP as the auditors of the Company for the ensuing year and to authorize the Directors to fix the remuneration of the auditors	<input type="checkbox"/>	<input type="checkbox"/>
 <b>3. Approval of the Amended and Restated Stock Option Plan of the Company</b>	 <i>FOR</i>	 <i>AGAINST</i>
	<input type="checkbox"/>	<input type="checkbox"/>
 <b>4. Approval of the Amended and Restated Deferred Share Plan of the Company</b>	 <i>FOR</i>	 <i>AGAINST</i>
	<input type="checkbox"/>	<input type="checkbox"/>

**5. Approval of amendment to the articles of the Company creating a new class of preferred shares.**

*FOR*                      *AGAINST*

                            

**6. To transact such other or further business as may properly come before the Meeting or any adjournment or adjournments thereof.**

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 by Management's appointees as set out above for each item, or if you appoint another proxyholder, as that other proxyholder 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 on your certificate or statement. Please see reverse for instructions. **All proxies must be received by 10:00 a.m. (Winnipeg time) on Friday, June 26, 2015.**

## Proxy Form – Annual and Special Meeting of Shareholders of Temple Hotels Inc. to be held on June 30<sup>th</sup>, 2015 (the “Meeting”)

### Notes to Proxy

1. This proxy must be signed by a securityholder or his or her attorney duly authorized in writing. If you are an individual, please sign exactly as your holdings are registered. If the securityholder is a corporation, a duly authorized officer or attorney of the corporation must sign this proxy, and if the corporation has a corporate seal, its corporate seal should be affixed.

2. If the position is registered in the name of an executor, administrator or trustee, please sign exactly as the position is registered. If the position is registered in the name of a deceased or other securityholder, the proxy must be signed by the legal representative with his or her name printed below his or her signature, and evidence of authority to sign on behalf of the deceased or other securityholder must be attached to this proxy.

3. Some investors may own holdings as both a registered and a beneficial securityholder; in which case you may receive more than one proxy circular and will need to vote these positions separately. Beneficial securityholders may be forwarded either a form of proxy already signed by the intermediary or a voting instruction form to allow them to direct the voting of holdings they beneficially own. Beneficial securityholders should follow instructions for voting conveyed to them by their intermediaries.

4. If a position is held by two or more persons, any one of them present or represented by proxy at the Meeting may, in the absence of the other or others, vote at the Meeting. However, if one or more of them are present or represented by proxy, they must vote together in respect of that position.

All investors should refer to the proxy circular for further information regarding completion and use of this proxy and other information pertaining to the Meeting.



## How to Vote

### INTERNET

- Go to [www.cstvotemyproxy.com](http://www.cstvotemyproxy.com)
- Cast your vote online

To vote using your smartphone, please scan this QR Code →



To vote by Internet you will need your control number. If you vote by Internet, do not return this proxy.

### MAIL, FAX or EMAIL

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

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

- You may alternatively fax your proxy to 416-368-2502 or toll free in Canada and United States to 1-866-781-3111 or scan and email to [proxy@canstockta.com](mailto:proxy@canstockta.com).

An undated proxy is deemed to be dated on the day it was received by CST.

This proxy is solicited by and on behalf of Management of the Company.

**All proxies must be received by 10:00 a.m. (Winnipeg time) on Friday, June 26, 2015.**