



Management is requesting your voting instructions for the Kinaxis 2022 annual and special meeting of shareholders on June 17, 2022

You can either vote at the virtual meeting or have someone else vote for you

Voting instruction form for non-registered (beneficial) holders of Kinaxis common shares

In this form:

- *we, us, our, company* and *Kinaxis* mean Kinaxis Inc.
- *you* and *your* mean beneficial holders of Kinaxis common shares
- *common shares, Kinaxis shares* and *shares* mean Kinaxis common shares
- *circular* means our 2022 management information circular
- *meeting* means our 2022 annual and special meeting of shareholders.

2. Complete this form to have someone else vote for you (your proxyholder)

A. HAVE YOUR PROXYHOLDER VOTE FOR YOU

Your proxyholder will participate in the virtual meeting and vote your shares on the items in section B, and on any ballot that may be called for, according to the instructions you provide. If there are changes or new items, your proxyholder has the authority to vote your shares on these items as they see fit.

Appoint a Kinaxis representative

Unless you appoint someone else below to be your proxyholder, you are appointing **John (Ian) Giffen** or, failing him, **Blaine Fitzgerald** or, failing him, **Jamie Hollingworth** to act as your proxyholder.

or

Appoint someone else

You have the right to appoint someone else to be your proxyholder. The person you appoint does not need to be a Kinaxis shareholder. Make sure this person knows you have appointed them as your proxyholder, and that they must attend the virtual meeting and vote your shares for your vote to be counted.

Print their name below:

Name of proxyholder (please print)

After you return your form, you must register this person with TSXT. Go to <https://www.tsxtrust.com/control-number-request> or call 1-866-751-6315 (toll-free in North America) or 1-212-235-5754 (outside North America) before **5 p.m. (Eastern time) on June 15, 2022, or at least two business days before a reconvened meeting if the meeting is postponed or adjourned. You must do this so your proxyholder receives a control number that allows them to participate in the meeting and vote your shares.** Otherwise, they can only attend as a guest.

1. Vote in real time at the virtual meeting

If you want to vote in real time at the virtual meeting, take three steps:

1. Print your name in the space below to appoint yourself as proxyholder.

Your name (please print)

2. Sign on the next page, and return both sides of this form following the instructions on the back. Do not indicate your voting instructions in section B because your vote will be taken and counted at the meeting.
3. After you return your form, you must register with TSX Trust Company (TSXT). Go to <https://www.tsxtrust.com/control-number-request> or call 1-866-751-6315 (toll-free in North America) or 1-212-235-5754 (outside North America) before **5 p.m. (Eastern time) on June 15, 2022, or at least two business days before a reconvened meeting if the meeting is postponed or adjourned. You must do this to receive a control number that allows you to participate in the meeting and vote your shares.** Otherwise, you can only attend as a guest.

B. GIVE US YOUR VOTING INSTRUCTIONS

Please check vote FOR or WITHHOLD vote for items 1 and 2, and FOR or AGAINST for items 3 and 4.

1. Elect directors

(see page 9 of the circular)

	For	Withhold
1. John (Ian) Giffen	☐	☐
2. Robert Courteau	☐	☐
3. Gillian (Jill) Denham	☐	☐
4. Angel Mendez	☐	☐
5. Pamela Passman	☐	☐
6. Elizabeth (Betsy) Rafael	☐	☐
7. Kelly Thomas	☐	☐
8. John Sicard	☐	☐

2. Appoint the auditors

(see page 9 of the circular)

	For	Withhold
KPMG LLP	☐	☐

3. Approve an amendment to our share unit plan

(see page 10 of the circular for the full text of the resolution)

	For	Against
Vote on approving an increase to the maximum number of Kinaxis shares that may be issued under our share unit plan. We can grant restricted share units, deferred share units and performance share units under our share unit plan.	☐	☐

When

June 17, 2022
10 a.m. (Eastern time)

How

- Go to: <https://web.lumiagm.com/436032427>
- Click ***I have a control number*** and enter the control number printed on this form
- Enter the password ***kinaxis2022*** (case sensitive)

Make sure you log in at least 15 minutes before the start of the meeting. You can use the following internet browsers: Chrome, Firefox, Edge and Safari on your desktop or mobile device. Check that you have the latest version. Internal network security protocols (such as firewalls and VPN connections) can block access to the LUMI meeting platform, so please use a network that is not restricted to the security settings of your organization or disable your VPN setting.

Once you log in, be sure to stay connected to the internet so you can vote your shares when the balloting begins.

(If you think you might miss the meeting, you can give us your voting instructions in advance by completing and sending in this form. If you *do* log in to the meeting and vote your shares, the voting instructions you sent will be revoked.)

4. Have a say on executive pay

(see page 11 of the circular)

This is an advisory vote and the results are not binding on the board.

Accept our approach to executive compensation as described in the circular.	For	Against
	☐	☐

If you do not specify how you want to vote your shares:

- the Kinaxis representative you appointed in section A will vote for items 1, 2, 3 and 4

or

- the other proxyholder you appointed in section A can vote as they see fit.

Please turn over to complete the other side of this form. Then follow the instructions on the back to send in your voting instructions.

3. Sign here

If you are sending us your voting instructions by mail, fax, or email, **you must sign here** for your vote to be counted. You must also sign here if you are appointing yourself or someone else as proxyholder.

If your authorized attorney is signing this form on your behalf, they must have proof of your authorization. For shares registered in the name of a corporation, estate or trust, an authorized officer or attorney must sign this form and state their position. This person may also have to provide proof that they are authorized to sign. Please use the corporate seal if you are signing on behalf of a corporation.

When you sign this form, you are:

- confirming you are the beneficial owner of Kinaxis shares and entitled to give us voting instructions
- authorizing your proxyholder to vote your shares according to your instructions at our 2022 annual and special meeting of shareholders, or any postponement or adjournment
- revoking any voting instructions that you have previously given for this meeting.

Signature

Please sign exactly as your name appears on this form.

Date

If you do not include a date, the form will be considered to be dated the day it was received by TSXT.

Position

Only if signing on behalf of a corporation, estate or trust.

How to get more information about Kinaxis

Under Canadian securities laws, you are entitled to receive our financial disclosure documents. Please check the boxes below if you would like us to mail them to you.

- ☐ Yes, I would like to receive the 2022 quarterly financial statements.
☐ Yes, I would like to receive the 2022 annual financial statements.

You can also make this request on our website:

<https://www.tsxtrust.com/financialstatements>

Our company code is 3888A.

If you prefer to receive investor documents electronically, please visit <https://www.tsxtrust.com/edelivery> to enrol.

TSX Trust Company must receive your voting instructions **by 5 p.m. (Eastern time) on June 15, 2022, or two business days before a reconvened meeting if the Kinaxis 2022 annual and special meeting is postponed or adjourned.**

How to send your voting instructions



1. Go online to www.tsxtrust.com/vote-proxy and follow the instructions. Use the control number listed below. Do *not* send in this form.



2. Call 1-888-489-5760 toll-free in North America

You will need your control number, which is listed below.

To vote with your smartphone, scan this QR code:

Do *not* send in this form.



3. Complete this form and send it by mail, fax or email

Complete, sign and date this form, carefully following the instructions. Then send both sides of this form in one of three ways:



Mail both sides of this form to our transfer agent, TSX Trust Company, using the envelope provided, or send it to: TSX Trust Company, Proxy Department, P.O. Box 721, Agincourt, ON M1S 0A1



Fax both sides of this form to:

1-866-781-3111 toll-free in North America

416-368-2502 from the 416 area code or outside North America



Scan both sides of this form and email it to: proxyvote@tmx.com

Important things to know

If you own our shares as a beneficial shareholder *and* as a registered shareholder, you may have received more than one copy of our 2022 management information circular and will need to vote separately as a beneficial shareholder and registered shareholder.

Registered shareholders receive a package that includes a proxy form. Please follow the instructions on the form.

You can find more detailed information about voting and the items of business in our 2022 management information circular. Please read it carefully when making your voting decisions and completing this form.

If you have any questions, please contact our transfer agent, TSX Trust Company:

Phone 1-800-387-0825 (toll-free in North America)
416-682-3860 (outside North America)

Email shareholderinquiries@tmx.com