

CBD GLOBAL SCIENCES INC.

FORM OF PROXY

**FOR USE AT THE
ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS
MAY 12, 2022**

This proxy is solicited on behalf of the management of “CBD GLOBAL SCIENCES INC.” (the “Corporation”). The undersigned, being a shareholder of the Corporation hereby appoints, Brad Wyatt, Chief Executive Officer of the Corporation, or instead of him, _____, as proxyholder for and on behalf of the undersigned with the power of substitution to attend, act and vote for and on behalf of the undersigned in respect of all matters that may properly come before the annual general and special meeting of the shareholders of the Corporation to be held on, May 12, 2022 (the “Meeting”), and at any adjournment or adjournments thereof, to the same extent and with the same power as if the undersigned were personally present at the Meeting or such adjournment or adjournments thereof. The undersigned hereby directs the proxyholder to vote the securities of the Corporation recorded in the name of the undersigned as specified herein.

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| FOR | ☐ | 1. Fixing Number of Directors to be Elected |
| AGAINST | ☐ | To pass, with or without variation, an ordinary resolution fixing the number of directors to be elected at the Meeting at four (4). |
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| FOR | ☐ | 2. Election of Directors |
| WITHHOLD | ☐ | The election of <u>Brad Wyatt</u> as a director of the Corporation. |
| FOR | ☐ | The election of <u>Glenn Dooley</u> as a director of the Corporation. |
| WITHHOLD | ☐ | |
| FOR | ☐ | The election of <u>Jeff Hays</u> as a director of the Corporation. |
| WITHHOLD | ☐ | |
| FOR | ☐ | The election of <u>Scott Reeves</u> as a director of the Corporation. |
| WITHHOLD | ☐ | |
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| FOR | ☐ | 3. Appointment of Auditors |
| WITHHOLD | ☐ | To confirm the appointment of Dale Matheson Carr-Hilton Labonte LLP as auditors of the Corporation for the ensuing year and to authorize the directors to fix the auditors' remuneration. |
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| FOR | ☐ | 4. Approval of the Stock Option Plan |
| AGAINST | ☐ | To pass, with or without variation, an ordinary resolution to adopt and approve to the Corporations Stock Option Plan. |
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| FOR | ☐ | 5. Approval of a Share Consolidation |
| AGAINST | ☐ | To pass, with or without variation, a special resolution to approve the consolidation of the common shares of the Corporation on an up to one (1) for twenty-five (25) basis. |
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| FOR | ☐ | 6. Approval of a Name Change |
| AGAINST | ☐ | To pass, with or without variation, a special resolution to approve the name change of the Corporation to “Global Sciences Inc.”, or such other name as the directors may determine |

If any amendments or variations to the matters referred to above or to any other matters identified in the notice of meeting are proposed at the Meeting or any adjournment or adjournments thereof, or if any other matters which are not now known to management should properly come before the Meeting or any adjournment or adjournments thereof, this proxy confers discretionary authority on the person voting the proxy to vote on such amendments or variations or such other matters in accordance with the best judgment of such person. **To be valid, this proxy must be received by the Corporation's transfer agent, Capital Transfer Agency ULC, 390 Bay Street, Suite 920, Toronto, Ontario, M5H 2Y2, Fax Number: 416.350.5008, not later than 48 hours, excluding Saturdays, Sundays and statutory holidays in the City of Toronto, Ontario, prior to the Meeting or any adjournment thereof. Late proxies may be accepted or rejected by the Chairman of the Meeting in his discretion, and the Chairman is under no obligation to accept or reject any particular late proxy.**

This proxy revokes and supersedes all proxies of earlier date.

DATED this _____ day of _____, 2022.

Online Voting Instructions

Signature of Shareholder

Name of Shareholder (Please Print)

Number of Shares Held

(See Reverse)

NOTES AND INSTRUCTIONS

THIS PROXY IS SOLICITED BY MANAGEMENT OF THE CORPORATION

1. The shares represented by this proxy will be voted. Where a choice is specified, the proxy will be voted as directed. **Where no choice is specified, this proxy will be voted in favour of the matters listed on the proxy.** The proxy confers discretionary authority on the above named person to vote in his or her discretion with respect to amendments or variations to the matters identified in the notice of meeting accompanying the proxy or such other matters which may properly come before the Meeting.
2. Each shareholder has the right to appoint a person other than management designees specified above to represent them at the Meeting. 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 Corporation.
3. Each shareholder must sign this proxy. Please date the proxy. If the shareholder is a corporation, the proxy must be executed by an officer or attorney thereof duly authorized.
4. If the proxy is not dated in the space provided, it is deemed to bear the date of its mailing to the shareholders of the Corporation.
5. If the shareholder appoints any of the persons designated above, **including persons other than Management Designees**, as proxy to attend and act at the Meeting:
 - (a) the shares represented by the proxy will be voted in accordance with the instructions of the shareholder on any ballot that may be called for;
 - (b) where the shareholder specifies a choice in the proxy with respect to any matter to be acted upon, the shares represented by the proxy shall be voted accordingly; and
 - (c) **IF NO CHOICE IS SPECIFIED WITH RESPECT TO THE MATTERS LISTED ABOVE, THE PROXY WILL BE VOTED FOR SUCH MATTERS.**