

COMPUTER MODELLING GROUP LTD

(the "Corporation")

FORM OF PROXY

Annual General Meeting to be held on September 4, 2025, 10:00 AM (MDT)

Meeting to be held virtually at www.agmcmeeting.com

(the "Meeting")

Proxies must be received by **10:00 AM** (MDT) on **September 2, 2025**

VOTING METHOD	
INTERNET	Go to https://css.olympiustrust.com/pxlogin and enter the 12-digit control number shown on reverse.
EMAIL	proxy@olympiustrust.com
FACSIMILE	(403) 668-8307
MAIL	Olympia Trust Company Suite 4000, 520 - 3rd Avenue SW, Calgary, Alberta T2P 0R3 Attn: Proxy Dept.

The undersigned hereby appoints **Pramod Jain**, or failing him, **Sandra Balic**, Executive Officers of the Corporation (the "Management Nominees"), or instead of any of them, the following Appointee

Please print appointee name

as proxyholder 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 Meeting and at any adjournment(s) or postponement(s) thereof, in accordance with voting instructions, if any, provided below.

- SEE VOTING GUIDELINES ON REVERSE -

RESOLUTIONS – MANAGEMENT VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED** TEXT

1. Number of Directors

To set the number of directors to be elected at the Meeting at seven (7).

FOR

☐

AGAINST

☐

2. Election of Directors

- a) Alexander M. Davern
- b) Kenneth M. Dedeluk
- c) Anuroop Duggal
- d) Pramod Jain
- e) Peter H. Kinash
- f) Andrew Pastor
- g) Birgit Troy

FOR

☐☐☐☐☐☐☐

WITHHOLD

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3. Appointment of Auditors

Appointment of KPMG LLP, Chartered Professional Accountants as Auditors of the Corporation for the ensuing year and authorizing the Directors to fix their remuneration.

FOR

☐

WITHHOLD

☐

This proxy revokes and supersedes all earlier dated proxies and **MUST BE SIGNED**

PLEASE PRINT NAME

Signature of registered owner(s)

Date (MM/DD/YYYY)

Request for Financial Statements

In accordance with securities regulations, security holders may elect to receive Annual Financial Statements, Interim Financial Statements and MD&As.

Instead of receiving the financial statements by mail, you may choose to view these documents on SEDAR+ at www.sedarplus.ca.

I am currently a security holder of the Company and as such request the following:

Interim Financial Statements with MD&A – Check the box to the right if you would like to **RECEIVE** interim financial statements and accompanying Management's Discussion & Analysis by mail.

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Annual Financial Statements with MD&A – Check the box to the right if you would like to **DECLINE** to receive the Annual Financial Statements and accompanying Management's Discussion and Analysis by mail.

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Proxy Voting – Guidelines and Conditions

1. **THIS PROXY IS SOLICITED BY MANAGEMENT OF THE COMPANY.**
2. **THIS PROXY SHOULD BE READ IN CONJUNCTION WITH THE MEETING MATERIALS PRIOR TO VOTING.**
3. If you appoint the Management Nominees to vote your securities, they will vote in accordance with your instructions or, if no instructions are given, in accordance with the Management Voting Recommendations highlighted for each Resolution on the reverse. If you appoint someone else to vote your securities, they will also vote in accordance with your instructions or, if no instructions are given, as they in their discretion choose.
4. **Each security holder has the right to appoint a person other than the Management Nominees specified herein to represent them at the Meeting or any adjournment or postponement thereof.** Such right may be exercised by inserting in the space labeled "*Please print appointee name*", the name of the person to be appointed, who need not be a security holder of the Company.
5. The persons named in the enclosed proxy will have discretionary authority with respect to any amendments or variations of the matters of business to be acted on at the meeting or any other matters properly brought before the meeting or any adjournment or postponement thereof, in each instance, to the extent permitted by law, whether or not the amendment, variation or other matter that comes before the meeting is routine and whether or not the amendment, variation or other matter that comes before the meeting is contested.
6. To be valid, this proxy should be signed in the exact manner as the name appears on the proxy. If the proxy is not dated, it is deemed to bear the date of its mailing to the security holders of the Company.
7. To be valid, this proxy must be filed using one of the Voting Methods and must be received by Olympia Trust Company before the date noted on the reverse, or in the case of any adjournment or postponement of the Meeting not less than 48 hours (Saturdays, Sundays and holidays excepted) before the time of the adjourned or postponed meeting.
8. Guidelines for proper execution of the proxy are available at www.stac.ca. Please refer to the Proxy Protocol.

Voting Methods

INTERNET	<p>Go to https://css.olympiatrust.com/pxlogin and enter the 12-digit control number shown above.</p> <p>To vote using your smartphone, please scan this QR code below:</p> 
EMAIL	proxy@olympiatrust.com
FACSIMILE	(403) 668-8307
MAIL	<p>Olympia Trust Company PO Box 128, STN M Calgary, AB T2P 2H6</p>

**COMPUTER MODELLING GROUP LTD.
NOTICE OF ANNUAL MEETING OF SHAREHOLDERS**

You are hereby invited to the annual meeting (the “**Meeting**”) of the shareholders of Computer Modelling Group Ltd. (the “**Corporation**”).

When September 4, 2025, at 10:00 a.m. (Calgary time)

Where Virtual-only meeting via www.agmcmeeting.com

We will hold the Meeting in a “virtual only” format, via live webcast. Shareholders will have the opportunity to participate at the meeting regardless of their geographic location. Registered Shareholders (as defined in the management information circular) and duly appointed proxyholders will be able to participate in the meeting, ask questions and vote in real time, provided they are connected to the internet and comply with the requirements set out in the management information circular. Non-registered (or beneficial) shareholders who have not duly appointed themselves as proxyholder will be able to attend the meeting as guests, however, guests will not be able to vote at the meeting.

The following items of business will be covered at the Meeting:

1. receive the audited consolidated financial statements of the Corporation for the year ended March 31, 2025, together with the report of the auditors thereon;
2. set the number of directors and elect directors of the Corporation for the ensuing year (please see the section entitled “Election of Directors” in the management information circular);
3. appoint KPMG LLP as the auditors of the Corporation for the ensuing year and authorize the Board of Directors to fix the auditors’ remuneration please see the section entitled “Appointment of Auditors” in the management information circular); and
4. transact such further or other business as may properly come before the Meeting or any adjournment or postponement thereof.

Particulars of the matters referred to above, as well as important information about the Meeting and the voting process, are set forth in the accompanying management information circular. **Please read it carefully before you vote.**

We are using notice and access to deliver the management information circular, 2025 audited consolidated financial statements and related management’s discussion and analysis (collectively, the “**Meeting Materials**”) to shareholders, instead of mailing paper copies. Notice and access is a set of rules developed by the Canadian Securities Administrators that allows companies to post Meeting Materials online, thereby reducing paper and mailing costs.

You can view the Meeting Materials at: <https://www.cmgl.ca/investors/agm> or www.sedarplus.ca or www.agmcmeeting.com. Shareholders may request to receive a paper copy of the Meeting Materials by mail. We will send them to you free of charge, but we need to receive your request by 10:00 a.m. (Calgary Time) on July 30, 2025, so that paper copies of the Meeting Materials are received in advance of the voting deadline, and in any event, within one year of filing the management information circular on SEDAR+. Requests for paper copies may be made using your control number as it appears on your enclosed Voting Instruction Form or Form of Proxy. If you do request the current materials, please note that another Voting Instruction Form/Form of Proxy will not be sent; please retain your current one for voting purposes.

To request a paper copy of the Meeting Materials before the meeting date, please call the number below and follow the instructions.

Toll free 1-866-668-8379

Please note: you cannot vote by returning this notice. To vote your shares, you must vote using the methods reflected on your enclosed Voting Instruction Form or Form of Proxy. Olympia Trust Company must receive your completed form of proxy no later than 10:00 a.m. (Calgary time) on September 2, 2025, or, in the case of any adjournment or postponement of the meeting, not less than 48 hours (excluding Saturdays, Sundays and statutory holidays) before the time of the adjourned or postponed meeting.

If you have questions about notice and access, call 1-866-668-8379 or email proxy@olympiatruster.com.

DATED at Calgary, Alberta, the 25th day of July, 2025.

By Order of the Board of Directors of
Computer Modelling Group Ltd.

(signed) "*Pramod Jain*"

Pramod Jain
Chief Executive Officer

COMPUTER MODELLING GROUP LTD.

AMENDMENT TO THE MANAGEMENT INFORMATION CIRCULAR AND NOTICE OF MEETING FOR THE ANNUAL GENERAL MEETING OF SHAREHOLDERS TO BE HELD ON SEPTEMBER 4, 2025

This is an amendment dated effective September 1, 2025 (the “**Amendment**”) to the management information circular (the “**Circular**”) and notice of meeting (the “**Notice**”, and together with the Circular, the “**Meeting Materials**”) dated as of July 25, 2025 in respect of the annual meeting (the “**Meeting**”) of the shareholders of Computer Modelling Group Ltd. (the “**Corporation**”) scheduled to be held on September 4, 2025.

Except as otherwise expressly provided in this Amendment, this Amendment is in addition to and not in replacement of the original Meeting Materials. Capitalized terms used but not otherwise defined herein have the respective meanings given to such terms in the Circular.

ELECTION OF DIRECTORS

Ms. Christine (Tina) M. Antony has decided to not seek re-election to the Corporation’s board of directors (the “**Board**”) at the Meeting.

The Meeting Materials are therefore amended to reflect that the number of nominees for election to the Board at the Meeting is to be set and fixed at seven rather than eight. The Circular is also amended to remove references to Ms. Antony’s nomination as a director under the headings “Election of Directors” and “Information Concerning Director Nominees” and on pages A-1, A-5 and A-9 of Appendix A as well as to make any corresponding changes, as necessary or appropriate, in the Circular as a result of such amendments.

GENERAL

A form of proxy and voting instruction form in respect of the Meeting were mailed to the Corporation’s registered and beneficial shareholders, respectively. The Corporation will file and post an amended form of proxy reflecting the above-noted amendments but, due to time constraints, the Corporation will not mail the amended form of proxy or an amended voting instruction form.

Unless otherwise directed, it is the intention of the Management Designees, if named as proxy, to vote for the ordinary resolution in favour of fixing the number of directors to be elected at the Meeting at seven and to vote for the election of the seven director nominees listed on the amended form of proxy and in the Circular, as amended. Since Ms. Anthony is no longer standing for election as a director of the Corporation, any votes cast for Ms. Antony’s election as a director at the Meeting will be disregarded. Accordingly, no shareholder is required to complete a new proxy or new voting instruction form unless they otherwise desire to change their vote on any matter.

The Meeting Materials, this Amendment and the amended form of proxy are available on SEDAR+ at www.sedarplus.ca and on the Corporation’s website at [AGM - Computer Modelling Group Ltd.](#).

Dated at Calgary, Alberta this 1st day of September, 2025.

Computer Modelling Group Ltd.

(signed) “*Pramod Jain*”

Pramod Jain
Director and Chief Executive Officer