



Simply Better Brands Corp.



Trader's Bank Building
702, 67 Yonge Street
Toronto ON M5E 1J8

Form of Proxy – Annual General and Special Meeting to be held on May 15, 2024

Appointment of Proxyholder

I/We being the undersigned holder(s) of **Simply Better Brands Corp.** (the "Company") hereby appoint **Brian Meadows** or failing this person, **Fernando Massalin**

OR

Print the name of the person you are appointing if this person is someone other than the Management Designees listed herein:

as my/our proxyholder with full power of substitution and to attend, act, and to vote for and on behalf of the holder in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and all other matters that may properly come before the **Annual General and Special Meeting of Simply Better Brands Corp.** to be held at **60 Adelaide St E, Suite 1000, Toronto, ON M5C 3E4 on May 15, 2024 at 9:00 a.m. (Eastern Time)** or at any adjournment thereof (the "**Meeting**").

1. Number of Directors. To set the number of directors to be elected at the Meeting at five.		For <input type="checkbox"/>	Against <input type="checkbox"/>
2. Election of Directors.	For	Withhold	For
a. Paul Norman	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b. Michael Galloro	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d. Richard Kellam	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e. H. Brock Bundy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Appointment of Auditors. To appoint Davidson & Company LLP as auditors of the Company for the ensuing year and to authorize the directors to fix the remuneration to be paid to the auditors.	For <input type="checkbox"/>	Withhold <input type="checkbox"/>	<input type="checkbox"/>
4. Omnibus Plan Re-Approval. To ratify, confirm and approve the omnibus equity incentive plan of the Company, as more particularly set forth in the management information circular of the Company dated March 29, 2024.	For <input type="checkbox"/>	Against <input type="checkbox"/>	<input type="checkbox"/>

Authorized Signature(s) – This section must be completed for your instructions to be executed.

Signature(s):

Date

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 as recommended by management of the Company ("Management").**

Interim Financial Statements – Check the box to the right if you would like to **RECEIVE** interim financial statements and accompanying Management's Discussion & Analysis by mail. See reverse for instructions to sign up for delivery by email.

Annual Financial Statements – Check the box to the right if you would like to **RECEIVE** the Annual Financial Statements and accompanying Management's Discussion and Analysis by mail. See reverse for instructions to sign up for delivery by email.

MM / DD / YY

INSTEAD OF MAILING THIS PROXY, YOU MAY SUBMIT YOUR PROXY USING SECURE ONLINE VOTING AVAILABLE ANYTIME:

This form of proxy is solicited by and on behalf of Management.

Proxies must be received by 9:00 am (Eastern Time) on May 13, 2024 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.

Notes to Proxy:

1. Each holder has the right to appoint a person, who need not be a holder, to attend and represent them at the Meeting. If you wish to appoint a person other than the Management Designees whose names are printed herein, please insert the name of your chosen proxyholder in the space provided on the reverse.
2. If the securities are registered in the name of more than one holder (for example, joint ownership, trustees, executors, etc.) then all of the registered owners must sign this proxy in the space provided on the reverse. If you are voting on behalf of a corporation or another individual, you may be required to provide documentation evidencing your power to sign this proxy with signing capacity stated.
3. This proxy should be signed in the exact manner as the name appears on the proxy.
4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by Management to the holder.
5. The securities represented by this proxy will be voted as directed by the holder; however, if such a direction is not made in respect of any matter, this proxy will be voted as recommended by Management.
6. The securities represented by this proxy will be voted or withheld from voting, in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
7. This proxy confers discretionary authority upon the person named herein in respect of any amendments to or variations of the matters identified in the Notice of Meeting or other matters that may properly come 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 Meeting is contested.
8. Late proxies may be accepted or rejected by the Chair of the Meeting in his or her discretion, and the Chair is under no obligation to accept or reject any particular late proxy. The Chair of the Meeting shall have the discretion to waive or extend the proxy deadlines without notice.
9. This proxy should be read in conjunction with the accompanying documentation provided by Management.



To Vote Your Proxy Online please visit:

<https://vote.odysseytrust.com>

You will require the CONTROL NUMBER printed with your address to the right.

If you vote by Internet, do not mail this proxy.

To request the receipt of future documents via email and/or to sign up for Securityholder Online services, you may contact Odyssey Trust Company at

<https://odysseytrust.com/ca-en/help/>

Voting by mail may be the only method for securities held in the name of a corporation or securities being voted on behalf of another individual. A return envelope has been enclosed for voting by mail.