

WGCC WOMEN GENERAL COUNSEL CANADA NETWORK

FORM OF PROXY

THIS PROXY IS SOLICITED BY THE EXECUTIVE OF WGCC WOMEN GENERAL COUNSEL CANADA NETWORK FOR USE AT THE ANNUAL MEETING OF MEMBERS TO BE HELD ON JANUARY 28, 2021. A MEMBER MAY APPOINT ANOTHER MEMBER OTHER THAN THE DESIGNATED NOMINEES BY INSERTING SUCH NOMINEE'S NAME IN THE SPACE PROVIDED.

The undersigned, a member of WGCC Women General Counsel Canada Network (the "**Corporation**") hereby nominates, constitutes and appoints as her nominee, **ELSPETH HAGAN** or, failing her, **BINDU CUDJOE**, or instead of either of the foregoing (strike out preceding names and print name of alternative nominee), _____ with full power of substitution, to attend and vote for and on behalf of the undersigned at the annual meeting of members of the Corporation to be held virtually on January 28, 2021 commencing at 11:45 a.m. (the "**Meeting**") and at any adjournment or postponement thereof in the manner indicated.

1. **MINUTES OF THE 2020 ANNUAL GENERAL MEETING** FOR WITHHOLD

Approval of the Minutes of the Annual Meeting of the Corporation held on January 23, 2020

2. **FINANCIAL STATEMENTS** FOR WITHHOLD

Approval of the financial statements of the Corporation for the fiscal year ended December 31, 2020.

3. **SPECIAL RESOLUTION** FOR WITHHOLD
- A special resolution authorizing and approving amendments to the Articles and By-Law No. 1 of the Corporation.

4. **ELECTION OF DIRECTORS AND APPOINTMENT OF EXECUTIVES** FOR WITHHOLD

Election of the following slate of nominees as directors and executives of the Corporation.

Alexa Abiscott	(President)
Elsbeth Hagan	(Past President)
Andrea Cotroneo	(Vice President)
Hilda Wong	(Treasurer)
Kimberley Graham	(Secretary)

Elsbeth Hagan	(Atlantic Canada Chapter Lead)
Deborah Greenberg	(Quebec Chapter Lead)
Lara Speirs	(Ontario Chapter Lead)
Jennifer Addison	(Prairies Chapter Lead)
Catherine Lau	(British Columbia Chapter Lead)
Angela Nikolakakos	(Memberships & Awards)
Bindu Cudjoe	(Partnerships & Sponsorships)
Lisa Marcuzzi	(Communications & Website)
Dorothy Quann	(Emeritus)
Alison Harnick	(2021 Conference Co-Chair)
Heather Mullen	(2021 Conference Co-Chair)

5. **WAIVER OF APPOINTMENT OF AUDITORS**

FOR WITHHOLD

Waiver of the requirement for an auditor for the Corporation.

DATED this _____ day of _____, 202__.

PRINT NAME: _____

Signature of Member:

Number of Votes Represented Hereby: One (1)

INSTRUCTIONS FOR PROXY:

1. This proxy should be read in conjunction with the meeting materials prior to voting. The meeting materials can be found at www.womengc.ca/Annual-General-Meeting.
2. A member has the right to appoint a person to attend and act for her on her behalf at the meeting other than the persons designated in this form of proxy. Such right may be exercised by filling in the name of such person in the blank space provided and striking out the names of the Corporation's nominees. A person appointed as nominee to represent a member must be a registered member of the Corporation. A person appointed as your proxy holder must be present at the meeting to vote.
3. If not dated, this proxy is deemed to bear the date on which it was first emailed to members.
4. To be valid, this proxy must be received by e-mail (info@womengc.ca) not later than 11:45 a.m. (Toronto time) on January 26, 2020 or 48 hours (excluding Saturdays, Sundays and holidays) before the time of the holding of any adjourned or postponed meeting or delivered to the Secretary of the Corporation on the day of the meeting or any adjournment or postponement thereof.