

WATER WAYS TECHNOLOGIES INC.



8th Floor, 100 University Avenue
Toronto, Ontario M5J 2Y1
www.computershare.com

SQGQ 000001

SAM SAMPLE
123 SAMPLES STREET
SAMPLETOWN SS X9X X9X
CANADA

Security Class
COMMON CLASS

Holder Account Number
C9999999999 IND



Fold

Form of Proxy - Annual and Special Meeting to be held on December 29, 2021 (the "Meeting")

This Form of Proxy is solicited by and on behalf of Management.

Notes to proxy

1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the Management Nominees whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
2. If the securities are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc.), then all those registered should sign this proxy. 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(s) appear(s) on the proxy.
4. If a date is not inserted in the space provided on the reverse of this proxy, it will be deemed to bear the date on which it was mailed to the holder by Management.
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, and the proxy appoints the Management Nominees listed on the reverse, this proxy will be voted as recommended by Management.**
6. The securities represented by this proxy will be voted in favour, or withheld from voting, or voted against each of the matters described herein, as applicable, in accordance with the instructions of the holder, on any ballot that may be called for. If you have specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
7. This proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting and Management Information Circular or other matters that may properly come before the meeting or any adjournment or postponement thereof, unless prohibited by law.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

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Proxies must be received no later than 12:00 pm (Toronto time) on December 23, 2021, or if the Meeting is adjourned or postponed, no later than 48 hours preceding the time of such adjourned or postponed meeting (excluding Saturdays, Sundays and statutory holidays in Toronto, ON).

VOTE USING THE TELEPHONE OR INTERNET 24 HOURS A DAY 7 DAYS A WEEK!



To Vote Using the Telephone

- Call the number listed BELOW from a touch tone telephone.

1-866-732-VOTE (8683) Toll Free



To Vote Using the Internet

- Go to the following web site:
www.investorvote.com
- Smartphone?
Scan the QR code to vote now.



If you vote by telephone or the Internet, DO NOT mail back this proxy.

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.

Voting by mail or by Internet are the only methods by which a holder may appoint a person as proxyholder other than the Management Nominees named on the reverse of this proxy. Instead of mailing this proxy, you may choose one of the two voting methods outlined above to vote this proxy.

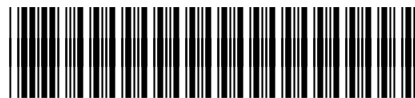
To vote by telephone or the Internet, you will need to provide your CONTROL NUMBER listed below.

CONTROL NUMBER 23456 78901 23456



SAM SAMPLE

C9999999999



IND C02

Appointment of Proxyholder

I/We being holder(s) of securities of Water Ways Technologies Inc. (the "Corporation") hereby appoint: James Lanthier, or failing this person, Margaret Miller (the "Management Nominees")

OR

Print the name of the person you are appointing if this person is someone other than the Management Nominees 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 on all other matters that may properly come before the Annual and Special Meeting of shareholders of the Corporation to be held virtually on Wednesday, December 29, 2021 at 12:00 pm (Toronto time) via teleconference at * or toll free at *.

VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED TEXT** OVER THE BOXES.

For **Against**

1. Number of Directors
☐ ☐

To fix the number of directors at seven (7).

2. Election of Directors**For** **Withhold****For** **Withhold****For** **Withhold**

Fold

01. Ohad Haber

☐ ☐

02. Yehuda Doron

☐ ☐

03. Ronnie Jaegermann

☐ ☐

04. James Lanthier

☐ ☐

05. Jay Richardson

☐ ☐

06. Nitin Kaushal

☐ ☐

07. Daniel Bloch

☐ ☐
3. Appointment of Auditors**For** **Withhold**

Appointment of BDO- Ziv Haft Consulting and Management Ltd., as Auditors of the Corporation for the ensuing year and authorizing the Directors to fix their remuneration.

☐ ☐

For **Against**

4. Approval of the Stock Option Plan Resolution
☐ ☐

To consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution approving the Corporation's stock option plan.

For **Against**

5. Approval of the Restricted Share Unit Plan Resolution

To consider and, if deemed advisable, to pass, with or without variation, an ordinary resolution approving the increase of the numbers of common shares of the Corporation available for issuance under the Corporation's restricted share unit plan.

☐ ☐

Fold

For **Against**

6. Approval of the Amendment of Articles - Advance Nomination of Directors

To consider and, if deemed advisable, to pass, with or without variation, a special resolution approving amendments to the Corporation's By-Laws to require advance notice for director nominations.

☐ ☐
Signature of Proxyholder

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, and the proxy appoints the Management Nominees, this Proxy will be voted as recommended by Management.

DD / MM / YY

Interim Financial Statements - Mark this box if you would like to receive Interim Financial Statements and accompanying Management's Discussion and Analysis by mail.

☐

Annual Financial Statements - Mark this box if you would like to receive the Annual Financial Statements and accompanying Management's Discussion and Analysis by mail.

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If you are not mailing back your proxy, you may register online to receive the above financial report(s) by mail at www.computershare.com/maillinglist.



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Toronto, Ontario M5J 2Y1
www.computershare.com

SQGQ 000002

SAM SAMPLE
123 SAMPLES STREET
SAMPLETOWN SS X9X X9X
AUSTRALIA

Security Class
COMMON CLASS

Holder Account Number
C9999999999 IND



Fold

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312-588-4290 Direct Dial



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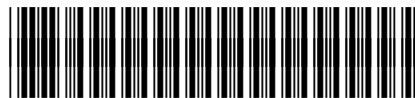
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