

VOTING INSTRUCTION FORM
KILLAM PROPERTIES INC.

SEE VOTING INSTRUCTIONS ON REVERSE
WE NEED TO RECEIVE YOUR VOTING INSTRUCTIONS AT LEAST
ONE BUSINESS DAY BEFORE THE PROXY DEPOSIT DATE.

INTERNET VOTE: WWW.PROXYVOTE.COM
TELEPHONE VOTE: 1-800-474-7493

MEETING TYPE: ANNUAL MEETING
 MEETING DATE: WEDNESDAY, MAY 09, 2012 AT 2:00 P.M. ADT
 RECORD DATE: FOR HOLDERS AS OF APRIL 04, 2012
 PROXY DEPOSIT DATE: MAY 07, 2012
 ACCOUNT NUMBER: HRT3SSSTA 01 OM
 CUSIP: 494104870 CUID: T770 C81 P24653 010 E
CONTROL NO. : 285519509519

APPOINTEE(S) PHILIP D. FRASER, ROBERT G. RICHARDSON
 IF YOU WISH TO ATTEND THE MEETING OR DESIGNATE ANOTHER PERSON TO ATTEND, VOTE AND ACT ON YOUR BEHALF AT THE MEETING, OR ANY ADJOURNMENT THEREOF, OTHER THAN THE PERSON(S) SPECIFIED ABOVE, PRINT YOUR NAME OR THE NAME OF THE PERSON ATTENDING THE MEETING ON THE APPOINTEE LINE BELOW.

PLEASE PRINT APPOINTEE NAME

VOTING RECOMMENDATIONS

2 - THE APPOINTMENT OF ERNST & YOUNG LLP, CHARTERED ACCOUNTANTS, TO --->>>
 SERVE AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR, AT
 SUCH REMUNERATION AS MAY BE DETERMINED BY THE BOARD OF
 DIRECTORS.

NOTE THIS FORM CONFERS DISCRETIONARY AUTHORITY TO VOTE ON SUCH
 OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING OR ANY
 ADJOURNMENT THEREOF.

NOTE THIS VOTING INSTRUCTION FORM SHOULD BE READ IN
 CONJUNCTION WITH THE ACCOMPANYING INFORMATION CIRCULAR.

FOLD IN HALF - DO NOT DETACH

VOTE USING YOUR MOBILE DATA DEVICE SUCH AS
 SMART PHONES AND TABLETS AT WWW.PROXYVOTE.COM

FOLD IN HALF - DO NOT DETACH

1 ELECTION OF DIRECTORS (FILL IN ONLY ONE BOX " " PER NOMINEE IN BLUE OR BLACK INK)
VOTING RECOMMENDATION: FOR ALL THE NOMINEES PROPOSED AS DIRECTORS

- | | | | |
|-------------------------|--------------------------|--------------------------|--------------------------|
| 01-TIMOTHY R. BANKS | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 02-PHILIP D. FRASER | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 03-ROBERT G. KAY | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 04-JAMES C. LAWLEY | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 05-ARTHUR G. LLOYD | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 06-ROBERT G. RICHARDSON | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 07-GEORGE J. RETI | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 08-MANFRED J. WALT | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 09-G. WAYNE WATSON | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

ITEM(S) (FILL IN ONLY ONE BOX " " PER ITEM IN BLUE OR BLACK INK)

- | | | | |
|-----|--------------------------|----------|--------------------------|
| FOR | <input type="checkbox"/> | WITHHOLD | <input type="checkbox"/> |
|-----|--------------------------|----------|--------------------------|

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CONTROL NO. : →

285519509519

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STATE STREET.
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1776 HERITAGE DRIVE
 NORTH QUINCY MA 02171

18
 P24653
 1 OF 1

AVENUE INVESTMENT MANAGEMENT
 PAUL HARRIS
 47 COLBORNE STREET, SUITE 300
 TORONTO, ON M5E 1P8
 CANADA

SIGNATURE(S) *James* DATE (DD/MM/YY) *April 24/12*

INVALID IF NOT SIGNED

VOTING INSTRUCTION FORM
LIQUOR STORES N.A. LTD.

SEE VOTING INSTRUCTIONS ON REVERSE
WE NEED TO RECEIVE YOUR VOTING INSTRUCTIONS AT LEAST
ONE BUSINESS DAY BEFORE THE PROXY DEPOSIT DATE.

INTERNET VOTE: WWW.PROXYVOTE.COM
TELEPHONE VOTE: 1-800-474-7493

MEETING TYPE: ANNUAL MEETING
 MEETING DATE: TUESDAY, MAY 15, 2012 AT 1:00 P.M. MDT
 RECORD DATE: FOR HOLDERS AS OF APRIL 13, 2012
 PROXY DEPOSIT DATE: MAY 11, 2012
 ACCOUNT NUMBER: HRT3SS1A 01 OM
 CUSIP: 536347107 CUID: T770 C81 P25520 010 E
CONTROL NO. : 879671280937

APPOINTEES) RICK CROOK, CRAIG D. CORRETT

IF YOU WISH TO ATTEND THE MEETING OR DESIGNATE ANOTHER PERSON TO ATTEND, VOTE AND ACT ON YOUR BEHALF AT THE MEETING, OR ANY ADJOURNMENT THEREOF, OTHER THAN THE PERSON(S) SPECIFIED ABOVE, PRINT YOUR NAME OR THE NAME OF THE PERSON ATTENDING THE MEETING ON THE APPOINTEE LINE BELOW.

PLEASE PRINT APPOINTEE NAME

VOTING RECOMMENDATIONS

- 1 - SETTING THE NUMBER OF DIRECTORS TO BE ELECTED AT THE MEETING AT ...->>> FOR ...->>>
- 2 - THE ELECTION AS DIRECTORS OF THE CORPORATION OF THE INDIVIDUALS ...->>> FOR ...->>>
 SET IN THE INFORMATION CIRCULAR OF THE CORPORATION DATED
 APRIL 12, 2012 (THE "CIRCULAR");
- 3 - THE APPOINTMENT OF PRICEMETERHOUSECOOPERS LP, CHARTERED ...->>> FOR ...->>>
 ACCOUNTANTS, AS AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR
 AND TO AUTHORIZE THE DIRECTORS TO FIX THEIR REMUNERATION AS
 SUCH.

NOTE THIS FORM CONFERS DISCRETIONARY AUTHORITY TO VOTE ON SUCH
 OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING OR ANY
 ADJOURNMENT THEREOF.

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 CONJUNCTION WITH THE ACCOMPANYING INFORMATION CIRCULAR.

VOTE USING YOUR MOBILE DATA DEVICE SUCH AS
 SMART PHONES AND TABLETS AT WWW.PROXYVOTE.COM

FOLD IN HALF - DO NOT DETACH

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THIS SPACE INTENTIONALLY LEFT BLANK.

ITEM(S) (FILL IN ONLY ONE BOX " " PER ITEM IN BLUE OR BLACK INK)

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CONTROL NO. : →

879671280937

- FOR AGAINST
- FOR WITHHOLD
- FOR WITHHOLD



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1776 HERITAGE DRIVE
 NORTH QUINCY MA 02171

3740
 3.672
 P25520 E
 1 OF 1

AVENUE INVESTMENT MANAGEMENT
 PAUL HARRIS
 47 COLBORNE STREET, SUITE 300
 TORONTO, ON M5E 1P8
 CANADA

SIGNATURE(S) *James* DATE (DD/MM/YYYY) *April 26/12*

INVALID IF NOT SIGNED

**VOTING INSTRUCTION FORM
SPROTT POWER CORP.**

SEE VOTING INSTRUCTIONS ON REVERSE
WE NEED TO RECEIVE YOUR VOTING INSTRUCTIONS AT LEAST ONE BUSINESS DAY BEFORE THE PROXY DEPOSIT DATE.
INTERNET VOTE: WWW.PROXYVOTE.COM
TELEPHONE VOTE: 1-800-474-7493

MEETING TYPE: ANNUAL AND SPECIAL MEETING
MEETING DATE: TUESDAY, MAY 15, 2012 AT 10:00 A.M. EDT
RECORD DATE: FOR HOLDERS AS OF APRIL 04, 2012
PROXY DEPOSIT DATE: MAY 11, 2012
ACCOUNT NUMBER: HRTSSSTA 01 OM
CUSIP: 862071L06 **CUID:** T770 C81 **S91425 010 E** **CONTROL NO. : 285520040279**
APPOINTEE(S) JEFFREY JENNER, MARTIN LIM
 IF YOU WISH TO ATTEND THE MEETING OR DESIGNATE ANOTHER PERSON TO ATTEND, NOTE AND ACT ON YOUR BEHALF AT THE MEETING, OR ANY ADJOURNMENT THEREOF, OTHER THAN THE PERSON(S) SPECIFIED ABOVE, PRINT YOUR NAME OR THE NAME OF THE PERSON ATTENDING THE MEETING ON THE APPOINTEE LINE BELOW.

PLEASE PRINT APPOINTEE NAME

ITEM(S) _____ **VOTING RECOMMENDATIONS**

- 2 - APPOINTMENT OF GRANT THORNTON LLP, CHARTERED ACCOUNTANTS, AS----->>> FOR --->>>
 - AUDITORS OF THE CORPORATION FOR THE ENSUING YEAR AND AUTHORIZING THE DIRECTORS TO FIX THEIR REMUNERATION
 - 3 - RATIFICATION AND CONFIRMATION OF THE ADOPTION OF THE----->>> FOR --->>>
 - CORPORATIONS SHAREHOLDER RIGHTS PLAN, AS MORE PARTICULARLY DESCRIBED IN THE MANAGEMENT INFORMATION CIRCULAR DATED APRIL 13, 2012
 - 4 - APPROVAL OF THE CORPORATION'S AMENDED STOCK OPTION PLAN, AS MORE-->>> FOR --->>>
 - PARTICULARLY DESCRIBED IN THE MANAGEMENT INFORMATION CIRCULAR DATED APRIL 13, 2012.
- *NOTE* THIS FORM CONFERS DISCRETIONARY AUTHORITY TO VOTE ON SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING OR ANY ADJOURNMENT THEREOF.
 NOTE THIS VOTING INSTRUCTION FORM SHOULD BE READ IN CONJUNCTION WITH THE ACCOMPANYING INFORMATION CIRCULAR.

VOTE USING YOUR MOBILE DATA DEVICE SUCH AS SMART PHONES AND TABLETS AT WWW.PROXYVOTE.COM

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1 ELECTION OF DIRECTORS (FILL IN ONLY ONE BOX " " PER NOMINEE IN BLUE OR BLACK INK)
VOTING RECOMMENDATION: FOR ALL THE NOMINEES PROPOSED AS DIRECTORS

- 01-MR. JOHN VARGHESE FOR WITHHOLD
- 02-MR. JEFFREY JENNER FOR WITHHOLD
- 03-MR. GLEN ESTILL FOR WITHHOLD
- 04-MR. F.D. ROUNTHWAITE FOR WITHHOLD
- 05-MR. FINN GREFLUND FOR WITHHOLD

ITEM(S) (FILL IN ONLY ONE BOX " " PER ITEM IN BLUE OR BLACK INK)

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 CONTROL NO. : → 285520040279



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1776 HERITAGE DRIVE
 NORTH QUINCY MA 02171

12575
 12,356
 S91425
 1 OF 1

AVENUE INVESTMENT MANAGEMENT
 PAUL HARRIS
 47 COLBORNE STREET, SUITE 300
 TORONTO, ON M5E 1P8
 CANADA

SIGNATURE: *James* DATE (DDMMYY): April 26/12
 INVALID IF NOT SIGNED

VOTING INSTRUCTION FORM
MEDICAL FACILITIES CORPORATION

SEE VOTING INSTRUCTIONS ON REVERSE
WE NEED TO RECEIVE YOUR VOTING INSTRUCTIONS AT LEAST
ONE BUSINESS DAY BEFORE THE PROXY DEPOSIT DATE.

INTERNET VOTE: WWW.PROXYVOTE.COM
TELEPHONE VOTE: 1-800-474-1493

MEETING TYPE: ANNUAL MEETING
MEETING DATE: TUESDAY, MAY 15, 2012 AT 11:00 A.M. EDT
RECORD DATE: FOR HOLDERS AS OF APRIL 05, 2012
PROXY DEPOSIT DATE: MAY 11, 2012
ACCOUNT NUMBER: HRTSSSTA 01 OM
CUSIP: 58457V503 **CUID:** 7770 C81 P23979 010 E **CONTROL NO. : 877848091354**

APPOINTEE(S) DR. DONALD SCHELLPEFFER, MICHAEL SALTER
 IF YOU WISH TO ATTEND THE MEETING OR DESIGNATE ANOTHER PERSON TO ATTEND, VOTE AND ACT ON YOUR BEHALF AT THE MEETING, OR ANY ADJOURNMENT THEREOF, OTHER THAN THE PERSON(S) SPECIFIED ABOVE, PRINT YOUR NAME OR THE NAME OF THE PERSON ATTENDING THE MEETING ON THE APPOINTEE LINE BELOW.

ITEM(S) _____ **PLEASE PRINT APPOINTEE NAME** _____ **VOTING RECOMMENDATIONS**

- 1 - THE SETTING OF THE NUMBER OF DIRECTORS OF MFC AT EIGHT (8); ----->>> FOR --->>>
- 3 - THE RE-APPOINTMENT OF KPMG LLP AS AUDITORS OF MFC AND>>> FOR --->>>
 AUTHORIZATION OF MFC'S BOARD OF DIRECTORS AND TO FIX THEIR REMUNERATION.
 NOTE THIS FORM CONFERS DISCRETIONARY AUTHORITY TO VOTE ON SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING OR ANY ADJOURNMENT THEREOF.
 NOTE THIS VOTING INSTRUCTION FORM SHOULD BE READ IN CONJUNCTION WITH THE ACCOMPANYING INFORMATION CIRCULAR.

VOTE USING YOUR MOBILE DATA DEVICE SUCH AS SMART PHONES AND TABLETS AT WWW.PROXYVOTE.COM

FOLD IN HALF - DO NOT DETACH

2 ELECTION OF DIRECTORS (FILL IN ONLY ONE BOX " " PER NOMINEE IN BLUE OR BLACK INK)
VOTING RECOMMENDATION: FOR ALL THE NOMINEES PROPOSED AS DIRECTORS

- | | |
|----------------------------|--|
| FOR | WITHHOLD |
| 01-ALAN J. DILWORTH | <input checked="" type="checkbox"/> <input type="checkbox"/> |
| 02-DR. GIL FACIER | <input checked="" type="checkbox"/> <input type="checkbox"/> |
| 03-IRVING GERSTEIN | <input checked="" type="checkbox"/> <input type="checkbox"/> |
| 04-JOHN T. PERRI | <input checked="" type="checkbox"/> <input type="checkbox"/> |
| 05-DR. DONALD SCHELLPEFFER | <input checked="" type="checkbox"/> <input type="checkbox"/> |
| 06-SEYMOUR TEMKIN | <input checked="" type="checkbox"/> <input type="checkbox"/> |
| 07-DR. LARRY TEUBER | <input checked="" type="checkbox"/> <input type="checkbox"/> |

ITEM(S) (FILL IN ONLY ONE BOX " " PER ITEM IN BLUE OR BLACK INK) _____ **0000**

- 1 FOR AGAINST WITHHOLD
- 3 FOR WITHHOLD

1722777 212000000000766
CONTROL NO. → 877848091354



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1776 HERITAGE DRIVE
 NORTH QUINCY MA 02171

789 753
 P23979 E
 1 OF 1

AVENUE INVESTMENT MANAGEMENT
PAUL HARRIS
47 COLBORNE STREET, SUITE 300
TORONTO, ON M5E 1P8
CANADA

SIGNATURE(S) *PHarris* DATE (DDMMYY) *26/12*
 INVALID IF NOT SIGNED

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1776 HERITAGE DRIVE
NORTH QUINCY, MA 02171

DTC #997
AVENUE INVESTMENT MANAGEMENT
PAUL HARRIS
47 COLBORNE STREET, SUITE 300
TORONTO, ON M5E 1P8
CANADA

1,006
1,006



ALTRIA GROUP, INC.
ANNUAL MEETING FOR SHAREHOLDERS AS OF 3/26/12
TO BE HELD ON 5/17/12 AT 9:00 A.M. EDT

Your vote is important. Thank you for voting.

Read the Proxy Statement and have the voting instruction form below at hand. Please note that the telephone and Internet voting turns off at 11:59 pm EDT the night before the meeting.

To vote by Internet

- 1) Go to website www.proxyvote.com
- 2) Follow the instructions provided on the website

To vote by Telephone

- 1) Call 1-800-454-8683
- 2) Follow the instructions

To vote by Mail

- 1) Check the appropriate boxes on the voting instruction form below
- 2) Sign and date the voting instruction form
- 3) Return the voting instruction form in the envelope provided

47,616.00000

180328206896

997HRT3

02209S103

837

SEE VOTING INSTRUCTION NO. 2 ON REVERSE.

M43610-P21799

TO VOTE, MARK BLOCKS BELOW IN BLUE OR BLACK INK AS FOLLOWS:



Important Notice Regarding the Availability of Proxy Materials for the Shareholder Meeting. The following material is available at www.proxyvote.com:
1) Notice and Proxy Statement 2) Annual Report

05 180328206896



THIS VOTING INSTRUCTION FORM IS VALID ONLY WHEN SIGNED AND DATED.

The Board of Directors recommends you vote **FOR** the following proposal:

1. Election of Directors

Nominees:

- 1a. Elizabeth E. Bailey
- 1b. Gerald L. Bailles
- 1c. Martin J. Barrington
- 1d. John T. Casteen III
- 1e. Dinyar S. Devitre
- 1f. Thomas F. Farrell II
- 1g. Thomas W. Jones
- 1h. W. Leo Kiely III
- 1i. Kathryn B. McQuade
- 1j. George Muñoz
- 1k. Nabil Y. Sakkab

	For	Against	Abstain
1a. Elizabeth E. Bailey	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>
1b. Gerald L. Bailles	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>
1c. Martin J. Barrington	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>
1d. John T. Casteen III	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>
1e. Dinyar S. Devitre	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>
1f. Thomas F. Farrell II	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>
1g. Thomas W. Jones	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>
1h. W. Leo Kiely III	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>
1i. Kathryn B. McQuade	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>
1j. George Muñoz	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>
1k. Nabil Y. Sakkab	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>

PLEASE "X" HERE ONLY IF YOU PLAN TO ATTEND THE MEETING AND VOTE THESE SHARES IN PERSON

The Board of Directors recommends you vote **FOR** the following proposals:

2. Ratification of the Selection of Independent Registered Public Accounting Firm
3. Advisory Vote to Approve the Compensation of the Company's Named Executive Officers

For Against Abstain

2. Ratification of the Selection of Independent Registered Public Accounting Firm	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>
3. Advisory Vote to Approve the Compensation of the Company's Named Executive Officers	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>

The Board of Directors recommends you vote **AGAINST** the following proposal:

4. Shareholder Proposal - Disclosure of Lobbying Policies and Practices

4. Shareholder Proposal - Disclosure of Lobbying Policies and Practices	<input type="radio"/>	<input checked="" type="radio"/>	<input type="radio"/>
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NOTE: Such other business as may properly come before the meeting or any adjournment thereof.

Authorized Signatures — This section must be completed for your vote to be counted. — Sign and Date Below.

(NOTE: Please sign exactly as your name(s) appear(s) hereon. All holders must sign. When signing as attorney, executor, administrator or other fiduciary, please give full title as such. Joint owners should each sign personally. If a corporation, please sign in full corporate name, by authorized officer. If a partnership, please sign in partnership name by authorized person.)

Signature [PLEASE SIGN WITHIN BOX] Date

P21799-030

Signature [PLEASE SIGN WITHIN BOX] Date

47,616
02209S103
1,006
997HRT3

**VOTING INSTRUCTION FORM
NORTHLAND POWER INC.**

SEE VOTING INSTRUCTIONS ON REVERSE
WE NEED TO RECEIVE YOUR VOTING INSTRUCTIONS AT LEAST
ONE BUSINESS DAY BEFORE THE PROXY DEPOSIT DATE.

INTERNET VOTE: WWW.PROXYVOTE.COM
TELEPHONE VOTE: 1-800-474-7493

MEETING TYPE: ANNUAL MEETING
MEETING DATE: THURSDAY, MAY 24, 2012 AT 11:00 A.M. EDT
RECORD DATE: FOR HOLDERS AS OF APRIL 19, 2012
PROXY DEPOSIT DATE: MAY 22, 2012
ACCOUNT NUMBER: HRT3SS1A 01 0M
CUSIP: 666511100 CUID: T770 0B1 S91970 010 E
CONTROL NO. : 069093252970

APPOINTEES) JAMES C. TEMERTY C.M., JOHN W. BRACE
IF YOU WISH TO ATTEND THE MEETING OR DESIGNATE ANOTHER PERSON TO ATTEND, VOTE AND ACT ON YOUR BEHALF AT THE MEETING, OR ANY ADJOURNMENT THEREOF, OTHER THAN THE PERSON(S) SPECIFIED ABOVE, PRINT YOUR NAME OR THE NAME OF THE PERSON ATTENDING THE MEETING ON THE APPOINTEE LINE BELOW.

PLEASE PRINT APPOINTEE NAME

ITEM(S) _____ VOTING RECOMMENDATIONS

1 - ELECTING JAMES C. TEMERTY C.M., PIERRE R. GLOUTNEY, >>>
RT. HON. JOHN N. TURNER, Q.C., MARIE BOUTINROGIANI,
V. PETER HARDER, LINDA L. BERTOLDI AND SEAN DURFY AS DIRECTORS
OF THE CORPORATION;

FOR --->>>

2 - THE REAPPOINTMENT OF ERNST & YOUNG LLP AS AUDITORS OF THE >>>
CORPORATION.

FOR --->>>

NOTE THIS FORM CONFERS DISCRETIONARY AUTHORITY TO VOTE ON SUCH
OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING OR ANY
ADJOURNMENT THEREOF.
NOTE THIS VOTING INSTRUCTION FORM SHOULD BE READ IN
CONJUNCTION WITH THE ACCOMPANYING INFORMATION CIRCULAR.

UNDER SECURITIES REGULATIONS, SECURITYHOLDERS MAY ELECT ANNUALLY TO
RECEIVE THE ANNUAL, INTERIM FINANCIAL STATEMENTS OR BOTH INCLUDING RELEVANT
MD&A BY MAIL. INDICATE YOUR PREFERENCE IN THE APPROPRIATE BOX(S) PROVIDED.

AQ --->>>

**VOTE USING YOUR MOBILE DATA DEVICE SUCH AS
SMART PHONES AND TABLETS AT WWW.PROXYVOTE.COM**

FOLD IN HALF - DO NOT DETACH

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ITEM(S) (FILL IN ONLY ONE BOX) " PER ITEM IN BLUE OR BLACK INK)

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FOR

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WITHHOLD

CONTROL NO. : → 069093252970

FOR

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WITHHOLD



STATE STREET.
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1776 HERITAGE DRIVE
NORTH QUINCY MA 02171

12181
12,013
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1 OF 1

AVENUE INVESTMENT MANAGEMENT
PAUL HARRIS
47 COLBORNE STREET, SUITE 300
TORONTO, ON M5E 1P8
CANADA

NONE ANNUAL INTERIM

SIGNATURE(S) 
DATE (DDMMYY) May 4/12

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VOTING INSTRUCTION FORM
PEMBINA PIPELINE CORPORATION

SEE VOTING INSTRUCTIONS ON REVERSE
WE NEED TO RECEIVE YOUR VOTING INSTRUCTIONS AT LEAST
ONE BUSINESS DAY BEFORE THE PROXY DEPOSIT DATE.

INTERNET VOTE: WWW.PROXYVOTE.COM
TELEPHONE VOTE: 1-800-474-7493

MEETING TYPE: ANNUAL MEETING
 MEETING DATE: TUESDAY, MAY 22, 2012 AT 2:00 P.M. MDT
 RECORD DATE: FOR HOLDERS AS OF APRIL 23, 2012
 PROXY DEPOSIT DATE: MAY 17, 2012
 ACCOUNT NUMBER: HRT3SSTA 01 OM
 CUSIP: 706927103 CUID: T770 C81 P27129 010 E **CONTROL NO. : 482222759724**
APPOINTEE(S) MR. ROBERT B. MICHALEKSI, MR. D. JAMES WATKINSON
 IF YOU WISH TO ATTEND THE MEETING OR DESIGNATE ANOTHER PERSON TO ATTEND, VOTE AND ACT ON YOUR BEHALF AT THE MEETING, OR ANY ADJOURNMENT THEREOF, OTHER THAN THE PERSON(S) SPECIFIED ABOVE, PRINT YOUR NAME OR THE NAME OF THE PERSON ATTENDING THE MEETING ON THE APPOINTEE LINE BELOW.

PLEASE PRINT APPOINTEE NAME

ITEM(S)
 1 - TO FIX THE NUMBER OF DIRECTORS OF THE CORPORATION TO BE ELECTED --->>>
 AT THE MEETING AT NINE (9).
VOTING RECOMMENDATIONS
 FOR --->>>
 FOR --->>>
 3 - TO APPOINT KPMG LLP, CHARTERED ACCOUNTANTS, AS THE AUDITORS OF --->>>
 THE CORPORATION FOR THE ENSUING FINANCIAL YEAR AT A REMUNERATION
 TO BE FIXED BY THE BOARD OF DIRECTORS.
 NOTE THIS FORM CONFERS DISCRETIONARY AUTHORITY TO VOTE ON SUCH
 OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING OR ANY
 ADJOURNMENT THEREOF.
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UNDER SECURITIES REGULATIONS, SECURITYHOLDERS MAY ELECT ANNUALLY TO
 RECEIVE THE ANNUAL INTERIM FINANCIAL STATEMENTS OR BOTH INCLUDING RELEVANT
 MD&A BY MAIL. INDICATE YOUR PREFERENCE IN THE APPROPRIATE BOX(S) PROVIDED.

**VOTE USING YOUR MOBILE DATA DEVICE SUCH AS
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FOLD IN HALF - DO NOT DETACH

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2 ELECTION OF DIRECTORS (FILL IN ONLY ONE BOX " " PER NOMINEE IN BLUE OR BLACK INK)
VOTING RECOMMENDATION: FOR ALL THE NOMINEES PROPOSED AS DIRECTORS

- | | | | | | |
|-------------------------|--------------------------|-----|--------------------------|----------|--------------------------|
| 01-THOMAS W. BUCHANAN | <input type="checkbox"/> | FOR | <input type="checkbox"/> | WITHHOLD | <input type="checkbox"/> |
| 02-RANDALL J. FINDLAY | <input type="checkbox"/> | FOR | <input type="checkbox"/> | WITHHOLD | <input type="checkbox"/> |
| 03-ROBERT B. MICHALEKSI | <input type="checkbox"/> | FOR | <input type="checkbox"/> | WITHHOLD | <input type="checkbox"/> |
| 04-LESLIE A. O'DONOGHUE | <input type="checkbox"/> | FOR | <input type="checkbox"/> | WITHHOLD | <input type="checkbox"/> |
| 05-GRANT D. BILLING | <input type="checkbox"/> | FOR | <input type="checkbox"/> | WITHHOLD | <input type="checkbox"/> |
| 06-ALLAN L. EDGEWORTH | <input type="checkbox"/> | FOR | <input type="checkbox"/> | WITHHOLD | <input type="checkbox"/> |
| 07-DAVID M.B. LEGRESLEY | <input type="checkbox"/> | FOR | <input type="checkbox"/> | WITHHOLD | <input type="checkbox"/> |
| 08-LORNE B. GORDON | <input type="checkbox"/> | FOR | <input type="checkbox"/> | WITHHOLD | <input type="checkbox"/> |
| 09-JEFFREY T. SMITH | <input type="checkbox"/> | FOR | <input type="checkbox"/> | WITHHOLD | <input type="checkbox"/> |

ITEM(S) (FILL IN ONLY ONE BOX " " PER ITEM IN BLUE OR BLACK INK)

FOR AGAINST WITHHOLD
 1 FOR WITHHOLD
 3 FOR WITHHOLD
CONTROL NO. : 482222759724



STATE STREET.
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1776 HERITAGE DRIVE
 NORTH QUINCY MA 02171

13139
 12,861
 P27129
 1 OF 1

AVENUE INVESTMENT MANAGEMENT
 PAUL HARRIS
 47 COLBORNE STREET, SUITE 300
 TORONTO, ON M5E 1P8
 CANADA

[Signature]
 (SIGNATURES)
 DATE (DDMMYYYY)
 4/12

INVALID IF NOT SIGNED