



Security Class

Holder Account Number

BacTech Environmental Corporation

Form of Proxy –

Annual General and Special Meeting to be held on Wednesday, September 17, 2025

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 persons 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 must sign this proxy with signing capacity stated, and you may be required to provide documentation evidencing your power to sign this proxy.
 3. This proxy should be signed in the exact manner as the name(s) appear(s) 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 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 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 in respect of amendments or variations to matters identified in the Notice of Meeting or other matters that may properly come before the meeting or any adjournment or postponement thereof.
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8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

Proxies submitted must be received by 2:00 pm, Eastern Time, on Friday September 12, 2025.

VOTE BY:

EMAILING your signed Proxy Form to transcanadatransfer@yahoo.ca

Or

MAIL your signed Proxy Form to

TransCanada Transfer Inc.

25 Adelaide Street East, Suite 1301, Toronto, ON M5C 3A1

Or

FAX your signed Proxy Form to TransCanada Transfer Inc. to (416) 603-4402

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.

CONTROL NUMBER

Appointment of Proxyholder

I/We, being holder(s) of the shares of BacTech Environmental Corporation hereby appoint
Print the name of the person you appoint: _____ or OTHERWISE M. Ross Orr, or failing
him, Louis R. Nagy as my/our proxyholder with full power of substitution and to attend, act and to vote for and on behalf of the
shareholder 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 Shareholders of BacTech
Environmental Corporation to be held VIRTUALLY at <https://bit.ly/BacTech2025mtg>, on Wednesday, September 17, 2025
at 9:00 am, Eastern Time, and at any adjournment or postponement thereof.
VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED TEXT** OVER THE BOXES. **For** ☐ **Against** ☐

1. Election of Directors

	For	Against		For	Against
01. M. Ross Orr	☐	☐	04. James (Jay) Richardson	☐	☐
	For	Against		For	Against
02. Walter Cimowsky	☐	☐	05. Donald A. Whalen	☐	☐
	For	Against		For	Against
03. Jay L. Naster	☐	☐	06. Tim Lewin	☐	☐
	For	Against			
07. Caroline Orozco	☐	☐			

2. Appointment of Auditors

Appointment of UHY McGovern Hurley LLP as Auditors of the Corporation for the ensuing year and authorizing.
the Directors to fix their remuneration.

For	Against
☐	☐

3. Ratification of Stock Option Plan

To ratify and approve the Corporation's stock option plan as more fully described in the Circular.

For	Against
☐	☐

4. Ratification of Past Acts and Financial Statements

To approve, ratify and adopt all past acts of the Board during 2021, 2022, 2023 and 2024 notwithstanding the failure to
hold an annual or special general meeting, and waive notice and accept as filed the financial statements for 2021,
2022, 2023 and 2024 and hereby consent to an order of a Court or such applicable securities commission, if
necessary, the whole as more fully described in the Circular.

For	Against
☐	☐

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

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.

Date

DD / MM / YY

SUPPLEMENTAL MAILING LIST CONFIRMATION – 54-101 COMMUNICATION WITH BENEFICIAL OWNERS

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 NOT like to
receive the Annual Financial
Statements and accompanying
Management's Discussion and
Analysis by mail.

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