

**THE ONTARIO COLLEGE OF FAMILY PHYSICIANS,
A CHAPTER OF THE COLLEGE OF FAMILY PHYSICIANS OF CANADA
(the "Corporation")**

To be accepted, the signed proxy must be e-mailed to Ezzie Batura, EA to the CEO and Board Liaison, ebatura@ocfp.on.ca, not later than 5 pm ET on Tuesday, September 24, 2024.

This proxy form follows requirements in the new Ontario Not-for-Profit Corporations Act, 2010 (ONCA), which is more detailed than in the past. Please refer to the instructions and notes below.

Appointment of Proxyholder

This proxy is solicited by and on behalf of the board of directors of the Corporation.

The undersigned voting member of the Corporation hereby appoints **the Board President, Dr. Mekalai Kumanan** or, failing them, **the President-Elect, Dr. Jobin Varughese**, with full power of substitution, or instead of either of them, _____*, as proxy of the undersigned, to attend, vote and act for and on behalf of the undersigned at **the Annual and Special Meeting of Members to be held on September 25, 2024 at 8:00 am Eastern Time and at any adjournment of the meeting** (with full power to the proxyholder to waive notice of the meeting on behalf of the undersigned).

***As a voting member, you have the right to appoint a person to represent you at the meeting other than the board representatives designated above. Your right may be exercised by filling in the name of the other person in the blank space provided above. The person you appoint as a proxy must be a member of the Corporation.**

Voting Instructions

The membership represented by the proxy is to be voted or withheld from voting, in accordance with the instructions below, on any ballot that may be called for and, if a choice is specified below with respect to any matter to be acted on, the membership is to be voted accordingly.

The undersigned confers authority with respect to matters for which a choice is not provided and the proxyholder shall vote the membership, and vote FOR each such matter or group of related matters, as applicable.

This proxy confers discretionary authority in respect of amendments to matters identified in the notice of meeting or other matters that may properly come before the meeting.

| MATTER | DESCRIPTION (See Schedule A for Actual Motions) | VOTING INSTRUCTIONS |
|------------------------|--|---|
| Appointment of Auditor | Appoints Deloitte LLP as the auditor for 2024-25 | <input type="checkbox"/> VOTE <input type="checkbox"/> WITHHOLD VOTE |
| Election of Directors | Approves the slate of 16 Directors to make up the 2024-25 Board. | <input type="checkbox"/> VOTE <input type="checkbox"/> WITHHOLD VOTE |
| Amended By-law | Approves the amended By-laws revised to update for current governance practices and align with ONCA. | <input type="checkbox"/> FOR <input type="checkbox"/> AGAINST |

This proxy supersedes all proxies of earlier dates.

DATED the ___ day of _____, 2024.

Name

Signature

Notes to Proxy Form

- A proxy vote is a form of absentee voting – if you are unable to attend the meeting, you can date, complete, sign and return the proxy to appoint someone, a proxyholder, to vote at the meeting on your behalf in accordance with this proxy.
- This proxy must be signed by you. Please sign exactly as your name is registered.
- This proxy should be read in conjunction with the notice of meeting.
- The proxyholder will vote on all motions presented at the meeting (see Schedule A below).
- If not dated, this proxy is deemed to bear the date on which it was mailed on behalf of management of the Corporation.
- To be accepted, the signed proxy must be e-mailed to Ezzie Batura, EA to the CEO and Board Liaison, ebatura@ocfp.on.ca, not later than 5 pm Eastern Time on Tuesday, September 24, 2024.

Schedule A – List of Motions for the 2024 Annual Meeting of Members

Report of the Secretary-Treasurer and Chair of the Finance Committee

Appoint the Auditor for 2024-25

RESOLVED that Deloitte LLP be re-appointed as the OCFP Auditor for 2024-25.

Report of the Chair of the Governance Committee

Elect the Slate of Directors for 2024-25

RESOLVED that the 2024-25 slate of directors be elected.

Approve the Amended By-law

RECITAL:

The Not-for-Profit Corporations Act (the “Act”) was amended after the revised by-law of the Corporation was approved at the last annual meeting of members. It is in the best interests of the Corporation to bring its by-law into conformity with the Act by amending and restating its existing By-law No. 1 at this time.

The directors of the Corporation approved the amended and restated by-law of the Corporation on the 14th day of June, 2024.

RESOLVED, as a SPECIAL RESOLUTION, that:

the amended and restated By-law No. 1 of the Corporation, in the form approved by the directors and presented to the members, is hereby confirmed as the by-law of the Corporation effective as of the date hereof; and

any two (2) directors or officers of the Corporation are hereby authorized and directed to certify a copy of the amended and restated corporate by-law, as confirmed by the members, and place such certified copy in the minute book of the Corporation.