# Ninepoint Bitcoin ETF

(the "ETF")

## VOTING INSTRUCTION FORM ("VIF")

Special Meeting
April 20, 2023 at 10:00 a.m. (Eastern Time)
McCarthy Tétrault LLP, TD Bank Tower, 53rd Floor,
66 Wellington Street West, Toronto, Ontario, Canada, M5K 1E6
(the "**Meeting**")

**RECORD DATE:** March 13, 2023
**CONTROL NUMBER:**
**SEQUENCE #:**
**FILING DEADLINE FOR PROXY:** April 18, 2023 at 10:00 a.m. (Eastern Time)

| VOTING METHOD | |
|---|---|
| **INTERNET** | Go to www.voteproxyonline.com and enter the 12 digit control number above |
| **FACSIMILE** | 416-595-9593 |
| **MAIL** | TSX Trust Company<br>301 - 100 Adelaide Street West<br>Toronto, Ontario, M5H 4H1 |

The undersigned hereby appoints **Kirstin McTaggart**, an officer of Ninepoint Partners LP (the "Manager") and a director of the general partner of the Manager, whom failing **Iryna McCoubrey,** an employee of the Manager (the "Management Nominees"), or instead of any of them, the following Appointee

*Please print appointee name*

as proxyholder on behalf of the undersigned with the power of substitution to attend, act and vote for and on behalf of the undersigned in respect of all matters that may properly come before the Meeting and at any adjournment(s) or postponement(s) thereof, to the same extent and with the same power as if the undersigned were personally present at the said Meeting or such adjournment(s) or postponement(s) thereof in accordance with voting instructions, if any, provided below.

**- SEE VOTING GUIDELINES ON REVERSE -**

**RESOLUTIONS – MANAGEMENT VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT ABOVE THE BOXES**

**1. Investment Objectives Resolution** — FOR ☐ AGAINST ☐

To consider and, if thought appropriate, approve, with or without variation, a resolution in the form attached as Appendix "A" to the accompanying management information circular (the "**Circular**") authorizing and approving, among other things, the proposed change to the ETF's investment objectives (the "**Proposed Investment Objectives Change**") from (X) being to seek to provide holders of units of the ETF ("**Unitholders**") with exposure to digital currency Bitcoin through an institutional-quality platform that is cost-efficient to Unitholders and to provide a secure, simple and exchange-traded investment alternative for buying and holding Bitcoin to (Y) being to seek to provide Unitholders with capital appreciation by investing in a diversified portfolio comprised primarily of equity and equity-related securities of companies that give investors exposure to emerging technologies such as Web3, the blockchain and digital asset-enabled internet and to change the name of the ETF to reflect the Proposed Investment Objectives Change; including, without limitation, all amendments to the ETF's declaration of trust considered ancillary, necessary or desirable, in the opinion of the Manager, to facilitate and implement the Proposed Investment Objectives Change, all as more fully described in the Circular.

This VIF revokes and supersedes all earlier dated proxies and **MUST BE SIGNED**

*PLEASE PRINT NAME*

*Signature of beneficial owner(s)* *Date (MM/DD/YYYY)*

## Voting Instructions – Guidelines and Conditions

The ETF is providing you the enclosed proxy-related materials for their security holder Meeting. Your name, address and information about your security holdings have been obtained in accordance with applicable securities regulations from the intermediary holding them on your behalf (which is identified by name, code or identifier in the information on the top right corner on the reverse). The Voting Instruction Form (“VIF”) is to enable your vote to be submitted on the stated matters. Please complete, sign, date and return the VIF. Unless you appoint yourself or a delegate to attend the Meeting and vote, your securities can be voted only by Management Nominees in accordance with your instructions.

We are prohibited from voting these securities on any of the matters to be acted upon at the Meeting without your specific voting instructions.

The completed VIF should be delivered to TSX Trust Company, in the envelope provided or by fax to 416-595-9593. Alternatively, if available, you may vote online at www.voteproxyonline.com. The matters to be voted on at the Meeting are set out on the reverse.

By providing voting instructions as requested, you are acknowledging that you are the beneficial owner of, and are entitled to instruct us with respect to the voting of, these securities.

**THIS VOTING INSTRUCTION FORM MUST BE READ IN CONJUNCTION WITH THE MEETING MATERIAL. YOUR VOTING INSTRUCTIONS MUST BE RECEIVED NO LATER THAN THE DEADLINE SPECIFIED ON THE REVERSE IN THE UPPER LEFT SECTION OF THE VIF OR THE EQUIVALENT TIME BEFORE THE TIME AND DATE OF ANY ADJOURNMENT OR POSTPONEMENT OF THE MEETING.**

## Voting Instructions and Authority - Notes

1. **If you appoint the Management Nominees to vote your securities, they will vote in accordance with your instructions or, if no instructions are given, in accordance with the Management Voting Recommendation highlighted for each Resolution on the reverse. If you appoint someone else to vote your securities, they will also vote in accordance with your instructions or, if no instructions are given, as they in their discretion choose.**
2. The appointment of the Management Nominees or another Appointee gives them discretion to vote on any other matters that may properly come before the Meeting.
3. If internet voting is available, you can provide your voting instructions on the website noted on the reverse.
4. To be valid, this VIF must be signed. Please date the VIF. If the VIF is not dated, it is deemed to bear the date of mailing to the security holders of the ETF.
5. This form does not convey any right to vote in person at the Meeting. **We urge you to read the above instructions, and the Information Circular prior to completing, signing and returning the VIF so that your securities can be voted.**
6. Guidelines for proper execution of the proxy/VIF are available at www.stac.ca. Please refer to the Proxy Protocol.

For assistance, please contact TSX Trust Company.


**Mail:** TSX Trust Company
301 - 100 Adelaide Street West
Toronto, ON
M5H 4H1
**Telephone:** 416-361-0930
**Facsimile:** 416-595-9593

**Email**: tsxtis@tmx.com


## Appointing yourself or someone else to vote your securities

If you want to attend the Meeting and vote in person at the Meeting or appoint another person to do so, write your name or the name of the person attending the Meeting in the space labeled “*Please print appointee name*” on the VIF and return it. Unless prohibited by law, the person whose name is written in the space provided will have full authority to present matters to the Meeting and vote on all matters that are presented at the Meeting, even if those matters are not set out in this form or the information circular. Consult a legal advisor if you wish to modify the authority of that person in any way. When you or your Appointee arrives at the Meeting, they should give their name to the scrutineers and state that they are a proxy appointee. The Appointee must attend the Meeting in order for your securities to be voted.