



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

YOPQ 000001

SAM SAMPLE 123 SAMPLES STREET SAMPLETOWN SS X9X X9X CANADA

Security Class
COMMON SHARES

Holder Account Number

C9999999999 IND

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Form of Proxy - Annual General and Special Meeting to be held on October 22, 2020

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.
- 8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

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Proxies submitted must be received by 4:00 pm, Eastern Time, on October 20, 2020.

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.



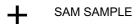
If you vote by telephone or the Internet, DO NOT mail back this proxy.

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



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IND C01



Appointment of Proxyholder

YOPQ

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I/We, being holder(s) of Neo Performance Materials Inc. hereby appoint: Constantine E. Karayannopoulos, President and Chief Executive Officer and Director, or failing him, Alexander Caldwell, Corporate Secretary

OR

Print the name of the person you are appointing if this person is someone other than the Management Nominees listed herein.

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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 Neo Performance Materials Inc. (the "Corporation") to be held at 121 King Street West, Suite 1740 Toronto, Ontario M5H 3T9, on October 22, 2020 at 4:00 pm and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT OVER THE BOXES.								
1. Election of Directors	For	Withhold		For	Withhold		For	Withhold
01. Constantine E. Karayannopoulos			02. Eric Noyrez			03. Greg Share		
04. G. Gail Edwards			05. Brook Hinchman			06. Claire M.C. Kenned	ly	
07. Edgar Lee								
							For	Withhold
2. Appointment of Auditors							a to fix	
Re-appointment of KPMG LLP as Auditors of the Corporation for the ensuing year and authorizing the board of directors of the Corporation to fix their remuneration.							For	Against
3. Option Plan Resolution								g
Approve the Option Plan Resolution, the accompanying Information Circul		ils of which	n are contained under the headi	ing "Matters to b	e Acted up	oon - Option Plan Resolu	tion" in	
the accompanying information officer	ai.							
Authorized Signature(s) - This instructions to be executed.	section	must be	completed for your	Signature(s)			Date	
I/We authorize you to act in accordance v revoke any proxy previously given with re indicated above, this Proxy will be vote	vith my/ou spect to the	r instruction ne Meeting. ommended	s set out above. I/We hereby If no voting instructions are by Management.				DDIMM	144
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.								
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/mailinglist.								

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

YOPQ 000002

SAM SAMPLE 123 SAMPLES STREET SAMPLETOWN SS X9X X9X AUSTRALIA

Security Class
COMMON SHARES

Holder Account Number

C9999999999 IND

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Form of Proxy - Annual General and Special Meeting to be held on October 22, 2020

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).
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312-588-4290 Direct Dial



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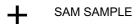
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CONTROL NUMBER 23456 78901 23456



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YOPQ

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OR

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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 Neo Performance Materials Inc. (the "Corporation") to be held at 121 King Street West, Suite 1740 Toronto, Ontario M5H 3T9, on October 22, 2020 at 4:00 pm and at any adjournment or postponement thereof.

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04. G. Gail Edwards			05. Brook Hinchman			06. Claire M.C. Kenned	ly	
07. Edgar Lee								
							For	Withhold
2. Appointment of Auditors							a to fix	
Re-appointment of KPMG LLP as Auditors of the Corporation for the ensuing year and authorizing the board of directors of the Corporation to fix their remuneration.							For	Against
3. Option Plan Resolution								g
Approve the Option Plan Resolution, the accompanying Information Circul		ils of which	n are contained under the headi	ing "Matters to b	e Acted up	oon - Option Plan Resolu	tion" in	
the accompanying information officer	ai.							
Authorized Signature(s) - This instructions to be executed.	section	must be	completed for your	Signature(s)			Date	
I/We authorize you to act in accordance v revoke any proxy previously given with re indicated above, this Proxy will be vote	vith my/ou spect to the	r instruction ne Meeting. ommended	s set out above. I/We hereby If no voting instructions are by Management.				DDIMM	144
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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