



000001

Mr A Sample
Designation (if any)
Add1
Add2
add3
add4
add5
add6

Security Class
COMMON SHARES
Holder Account Number
C1234567890 XXX

Fold

Form of Proxy - Annual and Special Meeting to be held on June 24, 2026

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 Management Nominees 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 may be required to provide documentation evidencing your power to sign this proxy with signing capacity stated. If you are voting on behalf of a corporation you are required to provide your name and designation of office, e.g., ABC Inc. per John Smith, President.
- 3. This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
- 4. If a date is not inserted in the space provided on the reverse of this proxy, it will be deemed to bear the date on which it was mailed to the holder by Management.
- 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, and the proxy appoints the Management Nominees listed on the reverse, 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. If you have 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 and Management Information Circular or other matters that may properly come before the meeting or any adjournment or postponement thereof, unless prohibited by law.
- 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 1:00 pm, EDT on June 22, 2026.

VOTE USING THE TELEPHONE OR INTERNET 24 HOURS A DAY 7 DAYS A WEEK!

Four circular icons with text boxes: 'To Vote Using the Telephone', 'To Vote Using the Internet', 'To Receive Documents Electronically', and 'To Virtually Attend the Meeting'. Each icon contains a telephone handset, a computer mouse, a document, and a person icon respectively.

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 123456789012345



Appointment of Proxyholder

I/We being holder(s) of securities of Kraken Robotics Inc. (the "Company") hereby appoint: Shaun McEwan (Chair of the Board of Directors), or failing this person, Greg Reid (Director and Chief Executive Officer) (the "Management Nominees")

OR

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

[Empty box for appointing person name]

Note: If completing the appointment box above YOU MUST go to http://www.computershare.com/krakenrobotics and provide Computershare with the name and email address of the person you are appointing. Computershare will use this information ONLY to provide the appointee with a user name to gain entry to the online meeting.

as my/our proxyholder with full power of substitution and to attend, act and to vote for and on behalf of the holder in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and on all other matters that may properly come before the Annual and Special Meeting of shareholders of the Corporation to be held online at https://meetnow.global/MRGUUDU on June 24, 2026 at 1:00 pm, EDT and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT OVER THE BOXES.

	For	Against
1. Number of Directors		
To set the number of Directors at seven (7).	<input type="checkbox"/>	<input type="checkbox"/>

2. Election of Directors

	For	Against		For	Against		For	Against
01. Shaun McEwan	<input type="checkbox"/>	<input type="checkbox"/>	02. Greg Reid	<input type="checkbox"/>	<input type="checkbox"/>	03. Kim Butler	<input type="checkbox"/>	<input type="checkbox"/>
04. Michael Connor	<input type="checkbox"/>	<input type="checkbox"/>	05. Kristin Robertson	<input type="checkbox"/>	<input type="checkbox"/>	06. Peter Hunter	<input type="checkbox"/>	<input type="checkbox"/>
07. Don Robertson	<input type="checkbox"/>	<input type="checkbox"/>						

	For	Withhold
3. Appointment of Auditors		
Appointment of Ernst & Young LLP, as Auditors of the Company for the ensuing year and to authorizing the Directors to fix their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>

4. Approval of New Omnibus Incentive Plan

1. The Omnibus Incentive Plan adopted by the board of directors of the Company (the "Board") on [May 10], 2026 (the "Omnibus Incentive Plan"), substantially in the form attached as Schedule "B" to the management information circular of the Company dated [May 12], 2026, is hereby confirmed and approved, subject to applicable stock exchange approval;
2. The Board is hereby authorized to make such amendments to the Omnibus Incentive Plan from time to time, as may be required by the applicable regulatory authorities, or as may be considered appropriate by the Board, in its sole discretion, provided always that such amendments be subject to the approval of the regulatory authorities, if applicable, and in certain cases, in accordance with the terms of the Omnibus Incentive Plan, the approval of the shareholders of the Company; and
3. Any one director or officer of the Company is hereby authorized and directed, acting for, in the name of and on behalf of the Company, to execute or cause to be executed, under the seal of the Company or otherwise and to deliver or to cause to be delivered, all such other deeds, documents, instruments and assurances and to do or cause to be done all such other acts as, in the opinion of such director or officer of the Company, may be necessary or desirable to carry out the terms of the foregoing resolutions.

5. Approval of the New By-Law

1. By-Law No. 1 of the Company, in the form attached as Schedule "C" to the management information circular of the Company dated [May 12], 2026, as previously adopted by the board of directors of the Company (the "Board") on [May 10], 2026, is hereby ratified, approved and confirmed as a by-law of the Company;
2. The repeal of all previous by-laws of the Company by the Board on [May 10], 2026, is hereby ratified, approved and confirmed; and
3. any one or more of the directors or officers of the Company is hereby authorized and directed, acting for, in the name of and on behalf of the Company, to execute or cause to be executed, under the seal of the Company or otherwise, and to deliver or cause to be delivered, such other documents and instruments, and to do or cause to be done all such other acts and things, as may in the opinion of such director or officer of the Company be necessary or desirable to carry out the intent of the foregoing resolution, the execution of any such document or the doing of any such other act or thing by any director or officer of the Company being conclusive evidence of such determination, provided such actions are carried out within the limit of the law.

Signature of Proxyholder

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, and the proxy appoints the Management Nominees, this Proxy will be voted as recommended by Management.

If you are voting on behalf of a corporation you are required to provide your name and designation of office, e.g., ABC Inc. per John Smith, President.

Signature(s)

Date

[Signature box]

DD / MM / YY

Signing Capacity

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.

Information Circular - Mark this box if you would like to receive the Information Circular by mail for next securityholders' meeting.

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/maillinglist.