#### PROXY FORM ANNUAL MEETING

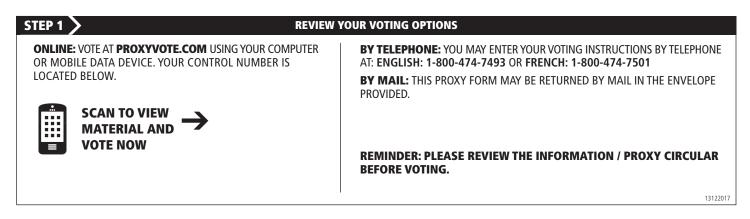
AECON GROUP INC. (THE "CORPORATION")

### WHEN:

TUESDAY, JUNE 2, 2020 AT 9:00 AM EST

WHERE:

WWW.VIRTUALSHAREHOLDERMEETING.COM/AECON2020



### CONTROL NO.:→

#### PROXY DEPOSIT DATE: MAY 29, 2020

#### INSTRUCTIONS:

- 1. This proxy, solicited by Management, for the Annual Meeting (the "Meeting") of the holders ("Shareholders") of common shares (the "Shares").
- 2. You have the right to appoint a different person or company (with appropriate documentation) of your choice, who need not be a Shareholder, to attend and act on your behalf at the Meeting of the corporation. If you wish to appoint a person, please insert the name of your chosen proxyholder and provide a unique APPOINTEE IDENTIFICATION NUMBER for your Appointee to access the live webcast meeting in the space provided either online at www.proxyvote.com or in Step 2 (see reverse). The Shares represented by this form of proxy may be voted at the discretion of the proxyholder with respect to amendments or variations to the matters identified in the notice of Meeting and with respect to other matters that may properly be brought before the Meeting.

You **MUST** provide your Appointee the **EXACT NAME** and **EIGHT CHARACTER APPOINTEE IDENTIFICATION NUMBER** to access the Meeting. Appointees can only be validated at the live webcast meeting using the **EXACT NAME** and **EIGHT CHARACTER APPOINTEE IDENTIFICATION NUMBER** you enter.

IF YOU DO NOT CREATE AN EIGHT CHARACTER APPOINTEE IDENTIFICATION NUMBER, YOUR APPOINTEE WILL NOT BE ABLE TO ACCESS THE LIVE WEBCAST MEETING. This instrument of proxy will not be valid and not be acted upon or voted unless it is completed as outlined herein and delivered to the attention of Proxy Tabulation, P.O. Box 3700, STN Industrial Park, Markham, ON, L3R 929, Canada, by 5:00 p.m. EST on May 29, 2020.

- 3. If the Shares are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc.), then all those registered should sign this form of proxy. If you are voting on behalf of a corporation or another individual, documentation evidencing your power to sign this form of proxy with signing capacity stated may be required.
- 4. In order to expedite your vote, you may use a touch-tone telephone or the Internet. To vote by telephone, call toll free 1-800-474-7493 (English) or 1-800-474-7501 (French). You will be prompted to provide your control number located above. The telephone or Internet voting service is not available on the day of the Meeting and the telephone system cannot be used if you designate another person to attend on your behalf. To vote via the Internet, go to www.proxyvote.com and follow the instructions.

#### If you vote by telephone or the Internet, do not mail back this instrument of proxy.

- 5. The form of proxy should be signed in the exact manner as the name appears on the form of proxy.
- 6. If the form of proxy is not dated, it will be deemed to bear the date on which it was mailed to the Shareholder.
- 7. This proxy will be voted as directed. If no voting preferences are indicated on the reverse, this form of proxy will be voted as recommended by the Board of Directors.

## PROXY FORM AECON GROUP INC. (THE "CORPORATION")

MEETING TYPE:	ANNUAL MEETING
MEETING DATE:	TUESDAY, JUNE 2, 2020 AT 9:00 AM EST
RECORD DATE:	APRIL 3, 2020
PROXY DEPOSIT DATE:	MAY 29, 2020 CUID:
ACCOUNT NO:	CUSIP:

CONTROL NO.: →

# STEP 2

# **APPOINT A PROXY (OPTIONAL)**

APPOINTEE(S): JEAN-LOUIS SERVRANCKX, OR FAILING HIM, YONNI FUSHMAN

### **Change Appointee**

If you wish to designate another person to attend, vote and act on your behalf at the Meeting, or any adjournment or postponement thereof, other than the person(s) specified above, go to www.proxyvote.com or print your name or the name of the other person attending the Meeting in the space provided herein and provide a unique **APPOINTEE IDENTIFICATION NUMBER USING ALL BOXES** for your Appointee to access the Meeting. You may choose to direct how your Appointee shall vote on matters that may come before the Meeting or any adjournment or postponement thereof. Unless you instruct otherwise your Appointee will have full authority to attend, vote, and otherwise act in respect of all matters that may come before the Meeting or any adjournment or postponement thereof, even if these matters are not set out in the proxy form or the circular for the Meeting. You can also change your Appointee online at www.proxyvote.com.

You MUST provide your Appointee the EXACT NAME and an EIGHT (8) CHARACTER APPOINTEE IDENTIFICATION NUMBER to access the Meeting. Appointees can only be validated at the Virtual Shareholder Meeting using the EXACT NAME and EIGHT (8) CHARACTER APPOINTEE IDENTIFICATION NUMBER you enter below.

PLEASE PRINT APPOINTEE NAME INSIDE THE BOX										CR	EATE AN		8) CHAR FOR YOU				ION NU	MBER	ł	
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STEP 3					COMP	LETE	OUR V	OTING D	IRECTI	ONS										
01 ELECTION OF DIRECTORS:	VOTING RE	сомм	ENDATION: <u>FOR</u> A	LL THE NC	DMINEES	PROPOSE	D AS DIRI	E <i>CTORS</i> (FIL	l in only	ONE BO	ох " 🔳 "	PER NOM	INEE IN	BLACK (	OR BL	UE INK)	)			
01 JOHN M. BECK	_	WITHHOLD	07 ERIC ROSENF			Ξ	WITHHOLD													
02 JOHN W. BRACE			08 JEAN-LOUIS S	ERVRANCK	(X															
03 JOSEPH A. CARRABBA			09 MONICA SLO	AN																
04 ANTHONY P. FRANCESCHINI			10 DEBORAH S. S	STEIN																
05 J.D. HOLE																				
06 SUSAN WOLBURGH JENAH																				
ITEM(S): VOTING RECOMMENDAT	IONS ARE	INDICAT	ED BY HIGHLI	GHTED TI	EXT OV	ER THE B	<i>OXES</i> (FIL	L IN ONLY (	ONE BOX '	" 🔳 " Pi	ER ITEM	IN BLAC	K OR BLU	JE INK)						
02 APPROVAL, ON AN ADVISORY BASIS, CORPORATION'S EXECUTIVE COMPEN MANAGEMENT INFORMATION CIRCU	ISATION DIS LAR.	CLOSED	IN THE 2020	FOR	AGAINST															
03 RE-APPOINTMENT OF PRICEWATERHO ACCOUNTANTS, AS AUDITORS OF THE OF THE BOARD OF DIRECTORS TO FIX	CORPORAT	ION AND	AUTHORIZATION	FOR																
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