



MEMBER PROXY

TO: Association of Canadian Travel Agencies (the “Corporation”)

BY COMPLETING, SIGNING AND DATING THIS PROXY, ANY MEMBER OF THE CORPORATION MAY APPOINT A PROXYHOLDER TO ATTEND AND ACT AT ANY MEETING OF THE MEMBERS IN THE MANNER AND TO THE EXTENT AUTHORIZED BY THIS PROXY. THIS PROXY MUST BE SUBMITTED EITHER BY FAX AT 905-282-9826/855-349-0658 OR BY EMAIL AT HCRAIG-PEDDIE@ACTA.CA PRIOR TO 3:00 PM EDT ON MAY 8, 2015.

Appointment of Proxyholder

The undersigned member of the Corporation hereby appoints Robert Durant, the Chair of the Corporation, as the proxyholder of the undersigned, to attend, act and vote for and on behalf of the undersigned at the **ANNUAL MEETING OF THE MEMBERS OF THE CORPORATION TO BE HELD ON MAY 12, 2015, AND AT ANY ADJOURNMENT OR ADJOURNMENTS THEREOF** (the “Meeting”) in the same manner, to the same extent and with the same power as if the undersigned were present at the Meeting or such adjournment or adjournment thereof.

THE MEMBER MAY APPOINT A PROXYHOLDER AND ANY ALTERNATIVE PROXYHOLDER(S), OTHER THAN THE PERSON DESIGNATED IN THIS PROXY, TO ATTEND AND ACT ON THEIR BEHALF AT THE MEETING BY DESIGNATING SUCH PERSON(S) IN THE SPACE PROVIDED BELOW:

(PRINT NAME OF PERSON TO BE YOUR PROXYHOLDER)

AND

(PRINT NAME(S) OF PERSON(S) TO BE YOUR ALTERNATIVE PROXYHOLDER(S), IF ANY)

Revoking Proxy

The undersigned may revoke this proxy by depositing an instrument or act in writing executed by the undersigned: (a) at the registered office of the Corporation no later than the last business day preceding the day of the Meeting, or the day of the continuation of that Meeting after an adjournment of that Meeting, at which the proxy is to be used; or (b) with the chairperson of the Meeting on the day of the Meeting or the day of the continuation of that Meeting after an adjournment of that Meeting.

Voting Instructions

The proxyholder shall vote in accordance with the instructions of the member on any ballot that may be called for and if the member specifies a choice below with respect to any matter to be acted on, the proxyholder shall vote accordingly. **WHEN THE PROXY IS SIGNED, UNLESS SPECIFIC VOTING INSTRUCTIONS ARE SET FORTH BELOW IN RESPECT OF ANY SPECIFIC BUSINESS TO BE PUT TO THE MEETING, THE PROXYHOLDER SHALL VOTE IN FAVOUR OF THAT**

MATTER. For certainty, unless specifically instructed otherwise below, the proxyholder shall be entitled to exercise discretion in respect of voting on any amendments to matters that may properly come before the Meeting.

MATTER	VOTING INSTRUCTIONS
Appointment of Clarke Henning LLP as Public Accountant	<input type="checkbox"/> VOTE <input type="checkbox"/> WITHHOLD VOTE If "Vote" selected above, vote: <input type="checkbox"/> FOR <input type="checkbox"/> AGAINST Additional Instructions (if any):
Election of David Elmy as director	<input type="checkbox"/> VOTE <input type="checkbox"/> WITHHOLD VOTE If "Vote" selected above, vote: <input type="checkbox"/> FOR <input type="checkbox"/> AGAINST Additional instructions (if any):
Election of Anthony Tonkinson as director	<input type="checkbox"/> VOTE <input type="checkbox"/> WITHHOLD VOTE If "Vote" selected above, vote: <input type="checkbox"/> FOR <input type="checkbox"/> AGAINST Additional instructions (if any):
Election of Sharon Kaendo as director	<input type="checkbox"/> VOTE <input type="checkbox"/> WITHHOLD VOTE If "Vote" selected above, vote: <input type="checkbox"/> FOR <input type="checkbox"/> AGAINST Additional instructions (if any):
Election of Mary Jane Hiebert as director	<input type="checkbox"/> VOTE <input type="checkbox"/> WITHHOLD VOTE If "Vote" selected above, vote: <input type="checkbox"/> FOR <input type="checkbox"/> AGAINST Additional instructions (if any):

Election of Michael Foster as director	<input type="checkbox"/> VOTE <input type="checkbox"/> WITHHOLD VOTE If “Vote” selected above, vote: <input type="checkbox"/> FOR <input type="checkbox"/> AGAINST Additional instructions (if any):
Election of Louise Blanchette as director	<input type="checkbox"/> VOTE <input type="checkbox"/> WITHHOLD VOTE If “Vote” selected above, vote: <input type="checkbox"/> FOR <input type="checkbox"/> AGAINST Additional instructions (if any):
Election of Marilyn Long CTM as director	<input type="checkbox"/> VOTE <input type="checkbox"/> WITHHOLD VOTE If “Vote” selected above, vote: <input type="checkbox"/> FOR <input type="checkbox"/> AGAINST Additional instructions (if any):
Election of Rita Polegri as director	<input type="checkbox"/> VOTE <input type="checkbox"/> WITHHOLD VOTE If “Vote” selected above, vote: <input type="checkbox"/> FOR <input type="checkbox"/> AGAINST Additional instructions (if any):
Election of Norman Payne CTC as director	<input type="checkbox"/> VOTE <input type="checkbox"/> WITHHOLD VOTE If “Vote” selected above, vote: <input type="checkbox"/> FOR <input type="checkbox"/> AGAINST Additional instructions (if any):

DATED this _____ day of _____, _____.

PRINT CORPORATE MEMBER NAME: _____

Per: _____

Print Name: _____

Print Title: _____

(I have authority to bind the corporation)