



PROXY

This proxy is solicited on behalf of the Directors of Cineplex Inc. (the “Corporation”) for use at the annual and special meeting of holders of common shares of the Corporation (“Shareholders”) to take place October 13, 2020 and should be read in conjunction with the accompanying notice of such meeting and the management information circular. This proxy, when properly executed, will be voted in the manner directed herein by the undersigned. If no direction is made, this proxy will be voted FOR the election of each of the nominees listed below as directors of the Corporation, FOR the appointment of PricewaterhouseCoopers LLP as auditors of the Corporation, FOR the advisory resolution of the Corporation’s approach to executive compensation, FOR the resolution adopting the Corporation’s shareholder rights plan and FOR the resolution approving and ratifying the Corporation’s Omnibus Equity Incentive Plan and the grant of awards thereunder.

APPOINTMENT OF PROXYHOLDER

The undersigned Shareholder of Cineplex Inc. hereby appoints Ellis Jacob, Chief Executive Officer of Cineplex Inc. or failing him, Gord Nelson, Chief Financial Officer of Cineplex Inc., or _____ (See *Note 1) with full power of substitution as proxy for the undersigned to attend, act and vote all common shares held of record by the undersigned at the **ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS** of the Corporation to be held on the 13th day of October, 2020 and at every adjournment or postponement thereof in the same manner, to the same extent and with the same powers as if the undersigned were present at the said annual and special meeting or any adjournments thereof and without limiting the general authorization and powers hereby given, each of the persons named as proxy is specifically directed to vote as follows:

1. ELECTION OF DIRECTORS:

	FOR	WITHHOLD FROM VOTING		FOR	WITHHOLD FROM VOTING
1. Jordan Banks	<input type="checkbox"/>	<input type="checkbox"/>	6. Ellis Jacob	<input type="checkbox"/>	<input type="checkbox"/>
2. Robert Bruce	<input type="checkbox"/>	<input type="checkbox"/>	7. Sarabjit Marwah	<input type="checkbox"/>	<input type="checkbox"/>
3. Joan Dea	<input type="checkbox"/>	<input type="checkbox"/>	8. Nadir Mohamed	<input type="checkbox"/>	<input type="checkbox"/>
4. Janice Fukakusa	<input type="checkbox"/>	<input type="checkbox"/>	9. Phyllis Yaffe	<input type="checkbox"/>	<input type="checkbox"/>
5. Donna Hayes	<input type="checkbox"/>	<input type="checkbox"/>			

2. **APPOINTMENT OF AUDITORS: VOTE FOR OR WITHHOLD FROM VOTING OR**, if no specification is made, **VOTE FOR** the appointment of PricewaterhouseCoopers LLP as auditors of the Corporation and the authorization of the directors to fix their remuneration; and

3. **SAY-ON-PAY: VOTE FOR OR AGAINST OR**, if no specification is made, **VOTE FOR** non-binding say-on-pay advisory resolution set forth in the accompanying management information circular on the Corporation's approach to executive compensation.
4. **SHAREHOLDER RIGHTS PLAN: VOTE FOR OR AGAINST OR**, if no specification is made, **VOTE FOR** the resolution adopting the Corporation's shareholder rights plan resolution set forth in the accompanying management information circular and approved by the board of directors of the Corporation.
5. **OMNIBUS EQUITY INCENTIVE PLAN: VOTE FOR OR AGAINST OR**, if no specification is made, **VOTE FOR** the resolution approving and ratifying the Corporation's Omnibus Equity Incentive Plan and the grant of awards thereunder as described in the management information circular and approved by the board of directors of the Corporation.
6. In his/her discretion with respect to the amendments to or variations of matters identified above or upon such other matters as may properly come before the annual meeting in accordance with applicable law, hereby revoking any proxy previously given.

Proxies may be forwarded to (See *Note 2):

Cineplex Inc.
 c/o AST Trust Company (Canada)
 Proxy Department, P.O. Box 721
 Agincourt, Ontario, M1S 0A1

Facsimile: 416-368-2502
 Toll Free N.A. Facsimile: 1-866-781-3111

DATED this _____ day of _____, 2020. (See *Note 3)

SIGNATURE: _____

(Please date, sign and promptly return this proxy
 in the envelope provided.)

PRINT NAME: _____

***NOTE 1:** You have the right to appoint a person (who need not be a shareholder) to represent you at the annual meeting of shareholders other than the aforementioned nominees. If you desire to designate as proxy a person other than Ellis Jacob or Gord Nelson, the aforementioned nominees, you should strike out their names and insert in the space provided the name of the person you desire as proxy.

***NOTE 2:** To be valid, proxies must be returned to AST Trust Company (Canada) so as to arrive not later than 48 hours prior (excluding Saturdays, Sundays and holidays) to commencement of the meeting (by Friday, October 9, 2020 at 9:00 a.m.) or, if the meeting is adjourned, 48 hours (excluding Saturdays, Sundays and holidays) before any reconvened meeting. Proxies may also be delivered in any other manner permitted by law.

***NOTE 3:** If this form of proxy is not dated in the space provided, it is deemed to bear the date on which it was mailed by the Corporation.