



9th Floor, 100 University Avenue Toronto, Ontario M5J 2Y1 www.computershare.com

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SAM SAMPLE 123 SAMPLES STREET SAMPLETOWN SS X9X X9X CANADA

Security Class

COMMON

**Holder Account Number** 

C9999999999

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### Form of Proxy - Annual General and Special Meeting to be held on August 3, 2011

### 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.

Proxies submitted must be received by 4:30 pm, Mountain Time, on Tuesday, August 2, 2011.

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



To Vote Using the Telephone

R.

To Vote Using the Internet

Call the number listed BELOW from a touch tone telephone.

 Go to the following web site: www.investorvote.com

1-866-732-VOTE (8683) Toll Free

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 C02



## Appointment of Proxyholder

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I/We being holder(s) of Intermap Technologies Corporation hereby appoint: Todd A. Oseth, or failing him, Richard Mohr

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 Intermap Technologies Corporation to be held at the Calgary Petroleum Club, 319 5th Avenue S.W., Calgary, Alberta on August 3, 2011 at 10:00 am (Calgary time) and at any adjournment or postponement thereof.

| VOTING RECOMMENDATIONS AR  | E INDICATE                   | D BY <mark>HIGHL</mark>      | IGHTED TEXT OVER THE BOXE  | :S.                                     |                            |   |     |          |
|--|------------------------------|------------------------------|--|---|----------------------------|---|-----|----------|
| 1. Election of Directors   | For                          | Withhold                     |  | For                                     | Withhold                   |   | For | Withhold |
| 01. Todd A. Oseth  |                              |                              | 02. Larry G. Garberding  |   |                            | 03. Donald R. Gardner   |     |          |
| 04. Howard J. Nellor   |                              |                              | 05. Benjamin A. Burditt  |   |                            |   |     |          |
|  |                              |                              |  |   |                            |   | For | Withhol  |
| 2. Appointment of Auditors - Tremuneration.  | Γο appoint <b>I</b>          | KPMG LLP                     | as Auditors of the Corporation   | n for the ensuing                       | year and a                 | uthorizing the Directors to fix their                           | r 🔲 |          |
|  |                              |                              |  |   |                            |   | For | Against  |
| 3. Amendment of the Employe<br>Corporation issuable under the E<br>described in the Information Circ   | Employee S                   | hare Compe                   | ensation Plan from 1,500,000 t   | o 4,000,000 Cor                         | num numbe<br>nmon Shar     | er of Common Shares of the es, all as more particularly         |     |          |
|  |                              |                              |  |   |                            |   | For | Against  |
| 4. Amendment of the Directors<br>Corporation issuable under the E<br>in the Information Circular.  | s' Share Co<br>Directors' Sh | mpensatio<br>nare Compe      | n Plan - To approve the incre-<br>ensation Plan from 400,000 to                                  | ase in the maxin<br>1,400,000 Comn      | num numbe<br>non Shares    | er of Common Shares of the , all as more particularly described | L t |          |
|  |                              |                              |  |   |                            |   | For | Against  |
| <ol> <li>Ratification and Confirmatic<br/>Option Plan of the Corporation a<br/>Information Circular.</li> </ol>  | on of Unallo<br>nd which ar  | ocated Opti<br>re to be auth | ions - To approve the unallocations of the unallocation or ized to be issued until Augu          | ated options enti<br>st 3, 2015, all as | tled to be g<br>more parti | ranted pursuant to the Share<br>cularly described in the        |     |          |
|  |                              |                              |  |   |                            |   | For | Against  |
| 6. Amendment of Stock Option<br>Circular.  | <b>n Plan</b> - To           | amend the                    | Stock Option Plan of the Corp  | oration, all as m                       | ore particul               | arly described in the Information                               |     |          |
|  |                              |                              |  |   |                            |   | For | Against  |
| 7. Amendment of Bylaws - To  | amend the                    | bylaws of th                 | ne Corporation, all as more par  | ticularly describe                      | ed in the In               | formation Circular.   |     |          |
| Authorized Signature(s) - T instructions to be executed  |                              | n must be                    | completed for your   | Signature(s)                            |                            | Date  |     |          |
| 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, this Proxy will be voted as recommended by Management. |                              |                              |  |   | <u> </u>                   |   |     |          |
| Interim Financial Statements - Ma<br>would like to receive Interim Financia<br>and accompanying Management's D<br>Analysis by mail.  | iscussion an                 | d L                          | Annual Financial Stat<br>would NOT like to rece<br>Statements and accom<br>Discussion and Analys | npanying Managen<br>is by mail.         | nent's                     |   |     |          |
| If you are not mailing back your prox  | y, you may re                | egister online               | to receive the above financial repo  | ort(s) by mail at wy                    | ww.computer                | share.com/mailinglist.  |     |          |

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000002

SAM SAMPLE 123 SAMPLES STREET SAMPLETOWN SS X9X X9X AUSTRALIA

**Security Class** 

COMMON

**Holder Account Number** 

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# Form of Proxy - Annual General and Special Meeting to be held on August 3, 2011

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312-588-4290 Direct Dial

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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 C02



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| 1. Election of Directors   | For                          | Withhold                     |  | For                                     | Withhold                   |   | For | Withhold |
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| 04. Howard J. Nellor   |                              |                              | 05. Benjamin A. Burditt  |   |                            |   |     |          |
|  |                              |                              |  |   |                            |   | For | Withhol  |
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|  |                              |                              |  |   |                            |   | For | Against  |
| 3. Amendment of the Employe<br>Corporation issuable under the E<br>described in the Information Circ   | Employee S                   | hare Compe                   | ensation Plan from 1,500,000 t   | o 4,000,000 Cor                         | num numbe<br>nmon Shar     | er of Common Shares of the es, all as more particularly         |     |          |
|  |                              |                              |  |   |                            |   | For | Against  |
| 4. Amendment of the Directors<br>Corporation issuable under the E<br>in the Information Circular.  | s' Share Co<br>Directors' Sh | mpensatio<br>nare Compe      | n Plan - To approve the incre-<br>ensation Plan from 400,000 to                                  | ase in the maxin<br>1,400,000 Comn      | num numbe<br>non Shares    | er of Common Shares of the , all as more particularly described | L t |          |
|  |                              |                              |  |   |                            |   | For | Against  |
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|  |                              |                              |  |   |                            |   | For | Against  |
| 6. Amendment of Stock Option<br>Circular.  | <b>n Plan</b> - To           | amend the                    | Stock Option Plan of the Corp  | oration, all as m                       | ore particul               | arly described in the Information                               |     |          |
|  |                              |                              |  |   |                            |   | For | Against  |
| 7. Amendment of Bylaws - To  | amend the                    | bylaws of th                 | ne Corporation, all as more par  | ticularly describe                      | ed in the In               | formation Circular.   |     |          |
| Authorized Signature(s) - T instructions to be executed  |                              | n must be                    | completed for your   | Signature(s)                            |                            | Date  |     |          |
| 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, this Proxy will be voted as recommended by Management. |                              |                              |  |   | <u> </u>                   |   |     |          |
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| If you are not mailing back your prox  | y, you may re                | egister online               | to receive the above financial repo  | ort(s) by mail at wy                    | ww.computer                | share.com/mailinglist.  |     |          |

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