

Please contact AST, your broker or other financial advisor to assist you in completing this Letter of Transmittal.

**LETTER OF TRANSMITTAL**  
**for shareholders holding 10 or more Common Shares of**  
**Trisura Group Ltd.**

TO: Trisura Group Ltd. (the “**Company**”) and AST Trust Company (Canada) (“**AST**”)

The undersigned hereby represents and warrants that the undersigned is the owner of the number of common shares of the Company (“**Common Shares**”) described below, which are represented by the share certificate(s) described below and delivered herewith and the undersigned has good title to the Common Shares represented by the said certificate(s), free and clear of all liens, charges and encumbrances, and has full power and authority to herewith deposit such Common Shares.

Certificate Number	Number of Common Shares	Registered in the Name of

*Please print or type particulars. If space is insufficient, attach a list in the above form.*

The above-listed share certificate(s) is/are hereby submitted in order that the new CUSIP number assigned to the Common Shares of the Company, as a result of the approval of the special resolution submitted for approval at the Special Meeting of Shareholders held on December 11, 2017 or at any adjournment or postponement thereof (the “**Special Resolution**”), may be applied to such share certificate(s) and returned to the undersigned forthwith thereafter.

The undersigned authorizes and directs AST to deliver the certificate(s), with the new CUSIP number properly affixed, to which the undersigned is entitled, to the address indicated below or, if no instructions are given, to the address of the undersigned as the same appears on the Common Share register maintained on behalf of the Company.

The undersigned agrees to execute, upon request, any additional documents and other assurances as may be necessary or desirable to carry out the Special Resolution, and acknowledges that all authority herein conferred or agreed to be conferred shall, to the extent permitted by law, survive the death or incapacity, bankruptcy or insolvency of the holder and all obligations of the holder herein shall be binding upon the heirs, personal representatives, successors and assigns of the holder, as the case may be. The undersigned further agrees that all questions as to validity, form, eligibility (including timely receipt) and acceptance of any Common Shares submitted in connection with the Special Resolution shall be determined by the Company in its sole discretion and that such determination shall be final and binding and acknowledges that there is no duty or obligation upon the Company, AST or any other person to give notice of any defect or irregularity in any such submission of Common Shares and no liability will be incurred by any of them for failure to give any such notice.

<i>Name (Please Print)</i>		<i>Date</i>
<i>Address</i>		
<i>City</i>	<i>Province/State</i>	<i>Postal Code/ZIP Code</i>
<i>Telephone (Business Hours)</i>		<i>Fax Number</i>

Signature guaranteed by:  
(see para. 1(e) of instructions on reverse side)

\_\_\_\_\_  
*Signature of Guarantor*

\_\_\_\_\_  
*Signature of Shareholder or Authorized Representative*

\_\_\_\_\_  
*Name of Guarantor (Please print or type)*

\_\_\_\_\_  
*Name of Authorized Representative (if applicable)*

\_\_\_\_\_  
*Address of Guarantor (please print or type)*

\_\_\_\_\_  
*Telephone Number of Guarantor*

## INSTRUCTIONS

### 1. Use of Letter of Transmittal

- (a) **You may only use this form if you hold a total of 10 or more Common Shares. If you hold less than 10 Common Shares, you must use the Letter of Transmittal for shareholders holding less than 10 Common Shares printed on BLUE paper.**
- (b) Unless defined in this Letter of Transmittal or these Instructions, capitalized terms have the meaning ascribed thereto in the management information circular of the Company dated October 31, 2017.
- (c) You must send or deliver this Letter of Transmittal duly completed and signed together with the share certificate(s) described herein to AST at the office listed below.
- (d) The method of delivery to AST is at your option and risk, but if mail is used, registered mail with return receipt requested is recommended.
- (e) Share certificate(s) registered in your name need not be endorsed or accompanied by a share transfer power of attorney other than the Letter of Transmittal itself.
- (f) Share certificate(s) not registered in your name must be endorsed by the registered holder of the certificate or be accompanied by a share transfer power of attorney duly and properly completed by the registered holder, with the signature guaranteed in either case by a Canadian Schedule I chartered bank, a member of the Securities Transfer Association Medallion Program (STAMP), a member of the Stock Exchange Medallion Program (SEMP) or a member of the New York Stock Exchange Inc. Medallion Signature Program (MSP). The signature of the registered holder must correspond in every respect with the name of the registered holder appearing on the face of the share certificate(s).
- (g) Where the Letter of Transmittal is executed on behalf of a corporation, partnership or association, or by an agent, executor, administrator, trustee, guardian or any person acting in a representative capacity, the Letter of Transmittal must be accompanied by satisfactory evidence of the representative's authority to act.

### 2. Lost Share Certificates

If a share certificate has been lost or destroyed, the Letter of Transmittal must be completed as fully as possible and forwarded to AST together with an affidavit of loss. AST will contact you to advise of the replacement requirements.

### 3. Contact Information

Any questions regarding, or requests of additional copies of, this Letter of Transmittal, should be directed to AST Trust Company (Canada):

By Mail (Except Registered Mail): Attention: Corporate Actions  
AST Trust Company (Canada)  
P.O. Box 1036  
Adelaide Street Postal Station  
Toronto, ON M5C 2K4

By Telephone: (416) 682-3860  
1-800-387-0825

By Hand, Courier or Registered Mail: Attention: Corporate Actions  
AST Trust Company (Canada)  
1 Toronto Street  
Suite 1200  
Toronto, ON M5C 2V6

By E-mail: [inquiries@astfinancial.com](mailto:inquiries@astfinancial.com)