

TRI-WHITE CORPORATION

PROXY SOLICITED BY MANAGEMENT for the Annual Meeting of Shareholders March 29th, 2007

Please date and sign this form of proxy and return it in the enclosed envelope addressed to Tri-White Corporation c/o CIBC Mellon Trust Company or deliver it by hand to Tri-White Corporation c/o CIBC Mellon Trust Company, Proxy Department, 200 Queens Quay East, Unit 6, Toronto, Ontario M5A 4K9. If you are planning to attend the meeting to vote in person, please bring this proxy as it will assist in your registration.

The undersigned holder of common shares of Tri-White Corporation (the "Corporation") hereby appoints **Mr. K. (Rai) Sahi**, Director, Chairman and Chief Executive Officer of the Corporation or, failing him, **Mr. David A. King**, Director of the Corporation or, instead of either of them, _____, as nominee, with full power of substitution, to attend, vote and otherwise act for and on behalf of the undersigned at the annual meeting of shareholders of the Corporation to be held Thursday, March 29th, 2007, and at any adjournment thereof, to the same extent and with the same power as if the undersigned were personally present at the said meeting, or any adjournment thereof, and hereby revokes any proxy previously given, provided that the undersigned shareholder specifies and directs the person above named that the shares registered in the name of the undersigned shall be:

1. **VOTED** **WITHHELD FROM VOTING**
(or if no specification is made, **VOTED**) for the election of the nominees for directors of the Corporation, as a group, as listed in the Management Information Circular.
2. **VOTED** **WITHHELD FROM VOTING**
(or if no specification is made, **VOTED**) for the appointment of Deloitte & Touche LLP, Chartered Accountants, as auditors and authorizing the directors to fix the remuneration of the auditors.
3. Voted at the discretion of the proxy nominee on any amendments to the foregoing and on such other business as may properly come before the meeting or any adjournment(s) thereof.

This instrument supercedes and revokes any prior appointment of proxy made by the undersigned with respect to the voting of Shares below at the meeting.

DATED this day of , 2007.

Number of Units

Signature of Shareholder

Name of Shareholder

A SHAREHOLDER HAS THE RIGHT TO APPOINT A PERSON, WHO NEED NOT BE A SHAREHOLDER, TO REPRESENT HIM/HER AT THE MEETING OTHER THAN THE PERSONS NAMED ABOVE. TO EXERCISE THE RIGHT, A SHAREHOLDER MAY INSERT THE NAME OF THE DESIGNATED PERSON IN THE BLANK SPACE PROVIDED IN THIS FORM OF PROXY AND STRIKE OUT THE OTHER NAMES OR SUBMIT ANOTHER PROPER FORM OF PROXY.

IF ANY AMENDMENTS OR VARIATIONS TO MATTERS IDENTIFIED IN THE NOTICE OF THE MEETING ARE PROPOSED AT THE MEETING OR IF ANY OTHER MATTERS PROPERLY COME BEFORE THE MEETING, THIS PROXY CONFERS DISCRETIONARY AUTHORITY TO VOTE ON SUCH AMENDMENTS OR VARIATIONS OR SUCH OTHER MATTERS ACCORDING TO THE BEST JUDGMENT OF THE PERSON VOTING THE PROXY AT THE MEETING.

NOTES:

1. Please date, complete and sign this form of proxy exactly as your name appears on this form of proxy. If a shareholder is a corporation, the form of proxy must be executed under its corporate seal or by an office or attorney thereof duly authorized. If this form of proxy is not dated in the space above, it will be deemed to bear the date on which it is mailed to you.
2. To be valid, this proxy must be signed and deposited with the Corporation's transfer agent, CIBC Mellon, by mail using the enclosed envelope, or by hand delivery to 320 Bay Street Banking Hall Level Toronto, Ontario M5H 4A6 or by facsimile to (416) 368-2502 not later than March 28th at 5:00 p.m. (Toronto time) or with the Chairman of the Meeting prior to the commencement of the Meeting on the day of the Meeting or any adjournment thereof.
3. See the Management Information Circular which accompanies and forms part of the Notice of Meeting for a full explanation of the rights of Shareholders regarding completion and use of this proxy and other information pertaining to the meeting.