

SYNODON INC

**Instrument of Proxy
For the Annual General Meeting of Shareholders**

The undersigned shareholder of Synodon Inc. (the "**Corporation**") hereby appoints Adrian Banica, of the City of Edmonton, in the Province of Alberta, Chief Executive Officer and a director of the Corporation or, failing him, Chris Sheard, of the City of Edmonton, in the Province of Alberta, a director of the Corporation, or instead of either of the foregoing, _____, as proxyholder of the undersigned, with full power of substitution, to attend and act and vote for and on behalf of the undersigned at the annual general meeting of shareholders of the Corporation (the "**Meeting**"), to be held on October 10, 2008 and at any adjournment thereof, and on every ballot that may take place in consequence thereof to the same extent and with the same powers as if the undersigned were personally present at the Meeting with authority to vote at the said proxyholder's discretion, except as otherwise specified below.

Without limiting the general powers hereby conferred, the undersigned hereby directs the said proxyholder to vote the shares represented by this Instrument of Proxy in the following manner:

1. **FOR** or **AGAINST** fixing the number of directors to be elected at the Meeting at six (6) as specified in the Information Circular – Proxy Statement of the Corporation dated September 10, 2008 (the "**Information Circular**");
2. **FOR** or **WITHHOLD FROM VOTING FOR** the election of directors as specified in the Information Circular;
3. **FOR** or **WITHHOLD FROM VOTING FOR** the appointment of Ernst & Young, LLP, Chartered Accountants, to serve as auditors of the Corporation for the ensuing year and the authorization of the directors to fix their remuneration as such;
4. **FOR** or **AGAINST** (and, if no specification is made, **FOR**) passing an ordinary resolution approving the Corporation's stock option plan, all as more particularly described in the Information Circular; and
5. at the discretion of the said proxyholders, upon any permitted amendment or variation of the above matters or any other matter that may be properly brought before the Meeting or any adjournment thereof in such manner as such proxy, in such proxyholder's sole judgment, may determine.

This Instrument of Proxy is solicited on behalf of the management of the Corporation. The shares represented by this Instrument of Proxy will be voted and, where the shareholder has specified a choice with respect to the above matters, will be voted as directed above or, if no direction is given, will be voted in favour of the above matters.

Each shareholder has the right to appoint a proxyholder, other than the persons designated above, who need not be a shareholder, to attend and to act for such shareholder and on such shareholder's behalf at the Meeting. To exercise such right, the names of the nominees of management should be crossed out and the name of the shareholder's appointee should be legibly printed in the blank space provided.

THE UNDERSIGNED HEREBY REVOKES ANY PROXIES HERETOFORE GIVEN.

Dated this ____ day of _____, 2008.

(signature of shareholder)

(name of shareholder - please print)

(number of common shares being voted)

If you have any questions or need assistance in completing this Instrument of Proxy, please contact Adrian Banica, Chief Executive Officer and a Director of the Corporation at (780) 468-9568 (Edmonton).

NOTES:

1. If the shareholder is a corporation, its corporate seal must be affixed or it must be signed by an officer or attorney thereof duly authorized.
2. This Instrument of Proxy must be dated and the signature hereon should be exactly the same as the name in which the shares are registered. If the Instrument of Proxy is not dated in the above space, it is deemed to bear the date on which it is mailed by the person making the solicitation.
3. Persons signing as executors, administrators, trustees, etc., should so indicate and give their full title as such.
4. This Instrument of Proxy will not be valid and not be acted upon or voted unless it is completed as outlined herein and delivered to the attention of the Chief Executive Officer of the Corporation c/o Olympia Trust Company, #2300, 125 - 9th Avenue S.E., Calgary, Alberta, T2G 0P6, not less than 48 hours (excluding Saturdays, Sundays and holidays) before the time set for the holding of the Meeting or any adjournment thereof. A proxy is valid only at the meeting in respect of which it is given or any adjournment of that meeting.