



**INSTRUMENT OF PROXY  
SOLICITED BY MANAGEMENT  
FOR THE ANNUAL GENERAL MEETING OF SHAREHOLDERS  
TO BE HELD ON MAY 6, 2009**

The undersigned shareholder of Horizon North Logistics Inc. (“Horizon”), hereby appoints Ric E. Peterson, Chief Executive Officer of Horizon, or failing him, Bob T. German, Chief Financial Officer of Horizon, or instead of either of the foregoing, \_\_\_\_\_ as proxy to attend and act for and on behalf of the undersigned at the Annual General Meeting of Horizon (“Meeting”) to be held at 3:00 p.m. (Calgary time) on the 6th day of May 2009, in the Royal Room at the Metropolitan Conference Centre, 333 – 4<sup>th</sup> Avenue S.W., Calgary, Alberta and at any adjournment thereof, notice of which Meeting with the Management Information Circular accompanying same has been received by the undersigned, at every poll which may take place in consequence including polls on procedural matters which may come before said Meeting, with specific power and authority to vote as specified below.

The undersigned hereby directs the proxyholder to vote the common shares represented by this Instrument of Proxy in the following manner:

- To approve an ordinary resolution to fix the number of Directors of Horizon to be elected at the Meeting for the ensuing year, at eight (8):

VOTE FOR                       VOTE AGAINST

(if no specification is made, to vote FOR)

- To elect as Directors of Horizon for the ensuing year, all nominees as follows:

	VOTE FOR	VOTE WITHHELD		VOTE FOR	VOTE WITHHELD		VOTE FOR	VOTE WITHHELD
Ethel Blondin-Andrew			Bruce W. Mullen			Shane P.D. Stampe		
Roderick W. Graham			Russell Newmark			Dean S. Swanberg		
Steven C. Grant			Ric E. Peterson					

(if no specification is made, to vote FOR)

- To appoint KPMG LLP, Chartered Accountants as Auditor of Horizon for the ensuing year and to authorize the Directors of Horizon to fix their remuneration.

VOTE FOR                       VOTE WITHHELD

(if no specification is made, to vote FOR)

**This Instrument of Proxy is solicited by and on behalf of management and the costs of same will be borne by Horizon.**

**Each common shareholder has the right to appoint a person or company other than the persons designated in this form of Instrument of Proxy, who need not be a shareholder, to attend and to act for him or her on his or her behalf at the Meeting. To exercise such right, the names of management’s nominees should be crossed out and the name of the common shareholder’s nominee should be legibly printed in the blank space provided, or another proxy in proper form, should be completed.**

The instrument appointing a proxy shall be in writing and shall be executed by the common shareholder or his attorney authorized in writing, or if the shareholder is a corporation under its corporate seal or by an officer or attorney thereof, duly authorized and shall be dated.

The undersigned hereby revokes any prior proxies to vote the common shares covered by this Instrument of Proxy.

In order for this Instrument of Proxy to be effective, it must be deposited at the offices of CIBC Mellon Trust Company, Proxy Department, P.O. Box 721, Agincourt, Ontario M1S 0A1 not less than 48 hours before the Meeting or any adjournment thereof or with the Chairman of the Meeting prior to the commencement thereof.

In addition to any other manner permitted by law, a shareholder who has given a proxy may revoke it as to any matter on which a vote has not already been cast pursuant to the authority conferred by it, by signing in person or, by attorney authorized in writing, a written revocation of proxy and by depositing such instrument of revocation at the office of CIBC Mellon Trust Company, Proxy Department, P.O. Box 721, Agincourt, Ontario M1S 0A1 at any time up to and including the last business day preceding the day of the Meeting or any adjournment thereof or with the Chairman of the Meeting on the day thereof or on the day of any adjournment thereof.

Management knows of no other matters to come before the Meeting other than the matters referred to in the Notice of Meeting. However, if any amendments, variations or new matters properly come before the Meeting, this Instrument of Proxy confers discretionary authority upon the shareholder's nominee to vote on such matters in accordance with the nominee's best judgment.

When a choice in respect to the matter to be acted upon above is specified in this Instrument of Proxy, the common shares represented by this Instrument of Proxy will be voted in accordance with such specifications. **If no designation in favour of or against the matter set out above is made, the instrument of Proxy will be voted in favour of such matter.**

DATED this \_\_\_\_ day of \_\_\_\_\_ 2009.

\_\_\_\_\_  
Signature of Shareholder

\_\_\_\_\_  
Please print name of Shareholder

Please sign exactly as name appears on the address label on the left. Joint owners should each sign. Executors, administrators and trustees, etc. should attach evidence of their authority and a corporation should affix its seal hereto. Holders of common shares of Horizon who do not expect to attend the Meeting in person are requested to date and sign this Instrument of Proxy appointing a proxy and return it in the envelope provided for that purpose.