

000001

Mr A Sample  
Designation (if any)  
Add1  
Add2  
add3  
add4  
add5  
add6

**Security Class**

123

**Holder Account Number**

C1234567890 XXX



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**Form of Proxy - Annual and Special Meeting (the "Meeting") of Shareholders of Waste Connections, Inc. to be held at 8:00 am (Central Time) on May 17, 2019 at the principal administrative offices of Waste Connections, Inc., 3 Waterway Square Place, Suite 110, The Woodlands, Texas 77380 U.S.A.**

**This Form of Proxy is solicited by and on behalf of the Board of Directors of Waste Connections, Inc. (the "Company").**

**Notes to proxy**

1. Every holder of common shares in the capital of the Company ("Common Shares") has the right to appoint some other person or company of his or her choice, who need not be a shareholder, to attend and act on his or her 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 your Common Shares are registered in the name of more than one holder (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 to the holder.
5. The Common Shares 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 the Board of Directors of the Company. If no direction is made, the persons appointed herein as proxyholder will vote the Common Shares represented by this Proxy: FOR each of our seven director nominees; FOR the approval, on a non-binding, advisory basis, of the compensation of our named executive officers as disclosed in the management information circular and proxy statement (also known as say on pay); FOR the appointment of the independent registered public accounting firm and the authorizing of the Board of Directors to fix the remuneration of the independent registered public accounting firm; FOR the approval of a special resolution empowering and authorizing the Board of Directors to fix the number of directors to be elected from time to time; and AGAINST the shareholder proposal requesting that the Board of Directors disclose to shareholders, among other matters, a formal written diversity policy and report regarding the representation of women in the Company.
6. The Common Shares represented by this proxy will be voted for or withheld from voting on 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 Common Shares will be voted accordingly.
7. This proxy confers discretionary authority on your chosen proxyholder 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 Notice of Meeting and management information circular and proxy statement of the Company (the "Proxy Statement").

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**Proxies submitted must be received by Computershare Investors Services Inc. not later than 8:00 a.m, Central Time, on May 16, 2019 or, if the Meeting is adjourned or postponed, at least, 24 hours (excluding weekends and statutory holidays in the Province of Ontario) before the new time of the adjourned or postponed Meeting. The deadline for the deposit of this Proxy may be waived or extended by the Chair of the Meeting at his or her discretion.**

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



**To Vote Using the Telephone**

- Call the number listed BELOW from a touch tone telephone.

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



**To Vote Using the Internet**

- Go to the following web site:  
[www.investorvote.com](http://www.investorvote.com)
- **Smartphone?**  
Scan the QR code to vote now.



**To Receive Documents Electronically**

- You can enroll to receive future securityholder communications electronically by visiting [www.investorcentre.com](http://www.investorcentre.com) and clicking at the bottom of the page.

**If you vote by telephone or the Internet, DO NOT mail back this proxy.**

**Voting by mail** may be the only method for Common Shares held in the name of a corporation or Common Shares 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 Board of Directors' 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 123456789012345**



Appointment of Proxyholder

I/We, being Shareholder(s) of Waste Connections, Inc. hereby appoint:
Worthing F. Jackman, President, or failing this person, Robert M. Cloninger, Vice President, Deputy General Counsel and Assistant Secretary

OR

Print the name of the person you are appointing if this person is someone other than the Board of Directors' Nominees listed herein.

[Empty box for name of person appointing]

as my/our proxyholder with full power of substitution and to attend, act and to vote for and on behalf of me/us in accordance with the following directions (or if no directions have been given, as the proxyholder sees fit) and all other matters that may properly come before the Meeting and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT OVER THE BOXES.

1. Election of Directors of Waste Connections, Inc.

Table with 6 columns: Director Name, For, Withhold, Director Name, For, Withhold, Director Name, For, Withhold. Includes names like Ronald J. Mittelstaedt, Robert H. Davis, Edward E. Guillet, Michael W. Harlan, Larry S. Hughes, Susan Lee, and William J. Razzouk.

For Against Withhold

2. Advisory Vote on Named Executive Officer Compensation ("Say on Pay")

Approval, on a non-binding, advisory basis, of the compensation of our named executive officers as disclosed in the Proxy Statement ("say on pay").

[Three boxes for For, Against, Withhold]

For Withhold

3. Appointment of Independent Registered Public Accounting Firm

Appointment of Grant Thornton LLP as our independent registered public accounting firm until the close of the 2020 Annual Meeting of Shareholders of the Company and authorization of our Board of Directors to fix the remuneration of the independent registered public accounting firm.

[Two boxes for For, Against]

For Against

4. Approval of a Special Resolution Empowering and Authorizing the Board of Directors to Fix the Number of Directors

Approval of a special resolution empowering and authorizing the Board of Directors to fix the number of directors of the Company to be elected from time to time, allowing the Board of Directors to appoint one or more directors between annual meetings to hold office for a term expiring not later than the close of the next annual meeting of shareholders.

[Two boxes for For, Against]

For Against

5. Shareholder Proposal

Proposal requesting that the Board of Directors disclose to shareholders, among other matters, a formal written diversity policy and report regarding the representation of women in the Company.

[Two boxes for For, Against]

Authorized Signature(s) - This section must be completed for your instructions to be executed.

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 the Board of Directors of the Company.

Signature(s)

Date

[Signature box]

MM / DD / YY

Interim Financial Statements - Mark this box if you would like to receive Interim Financial Statements and accompanying Management's Discussion and Analysis by mail.

[Box for Interim Financial Statements]

Annual Financial Statements - Mark this box if you would like to receive the Annual Financial Statements and accompanying Management's Discussion and Analysis by mail.

[Box for Annual Financial Statements]

If you are not mailing back your proxy, you may register online to receive the above financial report(s) by mail at www.computershare.com/maillinglist.