

# PROXY

**ANDRÉS WINES LTD.** Solicited By (the Corporation) Management

The undersigned Shareholder of Andrés Wines Ltd. hereby appoints Joseph A. Peller or failing him John E. Peller or instead of either of them .....

as proxy of the undersigned with power of substitution to attend the Annual Meeting of the Shareholders of the Corporation to be held on the twentieth day of September, 2006 and any adjournment thereof and to vote and otherwise act thereat for and on behalf and in the name of the undersigned in respect to all matters that may come before the said meeting and any adjournment thereof in the same manner as the undersigned could do if personally present as follows:

1. FOR  or WITHHOLD from voting  (or if no specification is made, FOR), in the election of **Directors**.
2. FOR  or WITHHOLD from voting  (or if no specification is made, FOR), in the appointment of **Auditors**.
3. FOR  or WITHHOLD from voting  (or if no specification is made, FOR), in the approval of **By-law No.17**.
4. FOR  or WITHHOLD from voting  (or if no specifications made, FOR), in the approval of our Corporation's name to **Andrew Peller Limited/Andrew Peller Limitée**
5. FOR  or WITHHOLD from voting  (or if no specification is made, FOR), in the approval of **amending the Articles of the Corporation** to provide for a three-for-one split of both Class A and Class B shares.

DATED this ..... day of .....2006.

Signature of Shareholder

(Please Print Name)

## PLEASE NOTE - IMPORTANT

1. If you cannot attend the meeting in person please sign, date and return this proxy to the Secretary of the Corporation, at 697 South Service Road, Grimsby, Ontario L3M 4E8 before the hour of the meeting.
2. If this proxy is signed on behalf of a corporation, the common seal of such corporation must be affixed.
3. Should a shareholder desire to appoint a proxy other than whose names are listed on this proxy, insert the name of the proxy, who need not be a shareholder, in the blank space provided for that purpose.
4. If this proxy is not dated in the space designated above, it shall be deemed to bear the date on which it was mailed.
5. If there are amendments to the matters set out in the notice of the meeting or other matters which properly come before the meeting, the proxy holder has discretionary authority to act and to vote with respect to such amendments or matters.