

APO ENERGY INC.

PROXY SOLICITED BY MANAGEMENT FOR THE SPECIAL MEETING OF THE HOLDERS OF THE 12% CONVERTIBLE SECURED SUBORDINATED DEBENTURES TO BE HELD ON DECEMBER 20, 2010

The undersigned holder of 12% convertible secured subordinated debentures due September 30, 2013 (the "Debentures") issued by APO Energy Inc. (the "Corporation") hereby appoints Andrew DeFrancesco of Fort Lauderdale, Florida, USA or, failing him, John Martin of Toronto, Ontario or instead of either of them _____ as proxy, with power of substitution, to attend, act and vote for and on behalf of the undersigned with respect to all of the Debentures held by the undersigned, at the Special Meeting (the "Meeting") of the holders of Debentures to be held at the offices of Wildeboer Dellelce LLP, Suite 800, Wildeboer Dellelce Place, 365 Bay Street, Toronto, ON M5H 2V1 on Monday, December 20, 2010, at 10:00 a.m. (Toronto time) and at any adjournments(s) thereof and at every poll which may take place in consequence thereof with the same powers that the undersigned would have if the undersigned were present at the Meeting, or any adjournment(s) thereof, and, without limiting the foregoing, the said proxy is hereby instructed to vote or withhold from voting on any ballot that may be called for at the Meeting as follows:

1. On the special resolution, with or without variation, the full text of which is set forth in the Notice of Meeting dated November 25, 2010 (the "Notice of Meeting") to consider and, if thought fit, to pass an extraordinary resolution assenting to the Redemption Modification (as such term is defined in the Acknowledgement, Modification, Assent, Consent, Direction and Proxy (the "Written Consent") attached to the Notice of Meeting):

FOR AGAINST

2. On the special resolution, with or without variation, the full text of which is set forth in the Notice of Meeting, to consider and, if thought fit, to pass an extraordinary resolution assenting to the Conversion Price Modification (as such term is defined in the Written Consent):

FOR AGAINST

3. On the special resolution, with or without variation, the full text of which is set forth in the Notice of Meeting, to consider and, if thought fit, to pass an extraordinary resolution assenting to the Qualifying Period Modification (as such term is defined in the Written Consent):

FOR AGAINST

4. On the special resolution, with or without variation, the full text of which is set forth in the Notice of Meeting, to consider and, if thought fit, to pass an extraordinary resolution assenting to an amendment to the Indenture (as such term is defined in the Written Consent) to delete Sections 7.13 (f), (g) and (h):

FOR AGAINST

5. On the special resolution, with or without variation, the full text of which is set forth in the Notice of Meeting, to consider and, if thought fit, to pass a resolution consenting to the amalgamation of the Corporation with P1 Energy Corp. (the "Amalgamation"), upon the terms and conditions set forth in the amalgamation agreement dated as of December 3, 2010, between the Corporation and P1 Energy Corp., a copy of which is attached as Schedule A to the joint information document accompanying this proxy:

FOR AGAINST

6. On the special resolution, with or without variation, the full text of which is set forth in the Notice of Meeting, authorizing the continuance into the Province of Alberta of the entity resulting from the Amalgamation:

FOR AGAINST

7. On any amendments or variations to the foregoing or any other business which may properly come before the Meeting, or any adjournment(s) thereof, the said proxy is authorized to act or vote as he in his discretion may determine.

Debentures represented by this proxy will be voted or withheld from voting as specified above. **In the absence of specific direction, the Debentures will be voted "FOR" the foregoing matters on any ballot that may be called for. If any other business or amendments or variations to matters identified in the Notice of Meeting properly comes before the Meeting and where management of the Corporation is not aware of these amendments, variations or other matters to be presented to the Meeting, then discretionary authority is conferred upon the person appointed in the proxy to vote in the manner they see fit. The undersigned hereby agrees to ratify and confirm all that such proxy may do by virtue hereof.**

Andrew DeFrancesco is a director and the Chief Executive Officer of the Corporation and John Martin is a director and the Chief Financial Officer of the Corporation. A holder of Debentures has the right to appoint a person who need not be a holder of Debentures, other than those named above, to represent him at the Meeting and may exercise this right by inserting the name of such other person in the blank space provided.

ROYTOR & CO.

Dated _____, 2010.

**RESTRICTED TO
SHARES**

Signature of Debentureholder _____

AUTHORIZED OFFICER-FOR PROXY
USE ONLY LIMITED TO NUMBER
NAMES SHOWN ABOVE

Name of Debentureholder (Please Print) _____

1,000,000

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 the proxy of a corporation must be executed by a duly authorized officer or attorney of the corporation.

Debentureholders who do not expect to attend the Meeting in person are requested to date and sign the enclosed instrument appointing a proxy and return it in the envelope provided for that purpose. Completed proxies must be sent to Equity Financial Trust Company, 200 University Avenue, Suite 400, Toronto, Ontario M5H 4H1, Attention: Proxy Department. All proxies to be used at the Meeting must be received by Equity Financial Trust Company at or before 4:30 p.m. (Toronto time) on December 17, 2010 or delivered to the Chairman of the Meeting at the Meeting or any adjournment thereof. Proxies may be returned via facsimile to (416) 595-9593.

6478 0929 1904

ROYTOR & CO NVV6
155 WELLINGTON ST W 2ND FL
TORONTO ON M5V 3L3

19

129

1000000



Please have your client fax back the proxy to fax # (416)595-9593 to the attention of Proxy Department.

CAX QINT OM01 985FKMII8 APO ENERGY 1000000.000
ISN NOT FOUND CONV SEC SUB DEBE(RI/13DEC10 1000000.000
NVV6 12.00000 2013/09/30 0.000

CLIENT: NVV6
ADV REP: R838 IIS CANADATEAM7
CS MGR: NICOLE ALEXANDER
CS OFFICER:
CS GRP MAIL:
ACTG REP 1:
ACTG REP 2: FION CHAN

INSTRUMENT OF PROXY
For the Annual Meeting of Shareholders of Common Shares
of
LITHIUM AMERICAS CORP.
To be held on August 27, 2010

The undersigned holder of common shares of Lithium Americas Corp. (the “**Corporation**”) hereby appoints (with full power of appointment and substitution), Waldo Perez, President, Chief Executive Officer and director of the Corporation, or failing him, Raymond Mitchell, Chief Financial Officer of the Corporation, or failing him, David D’Onofrio, a director of the Corporation, or in place or stead of the foregoing, _____ as proxy of the undersigned to attend the annual meeting of the Corporation (the “**Meeting**”) to be held at Suite 1600, 1 First Canadian Place, 100 King Street West, Toronto, Ontario, Canada, on August 27, 2010 at 10:00 a.m. (Toronto time) and at any adjournment thereof. The undersigned hereby revokes any instrument of proxy heretofore given to attend and vote at the Meeting. Without limiting the general power hereby conferred, the person above named is directed to vote as follows:

1. To vote in respect of the election of directors for management’s nominees named in the accompanying management information circular as follows (**and, if no specification is made, to vote FOR**):

- | | |
|---------------------------------|--|
| (a) Waldo Perez | FOR <input checked="" type="checkbox"/> or WITHHOLD VOTE FROM <input type="checkbox"/> |
| (b) Basil Botha | FOR <input checked="" type="checkbox"/> or WITHHOLD VOTE FROM <input type="checkbox"/> |
| (c) David D’Onofrio | FOR <input checked="" type="checkbox"/> or WITHHOLD VOTE FROM <input type="checkbox"/> |
| (d) Constantine Karayannopoulos | FOR <input checked="" type="checkbox"/> or WITHHOLD VOTE FROM <input type="checkbox"/> |
| (e) Franco Mignacco | FOR <input checked="" type="checkbox"/> or WITHHOLD VOTE FROM <input type="checkbox"/> |
| (f) George E. Pirie | FOR <input checked="" type="checkbox"/> or WITHHOLD VOTE FROM <input type="checkbox"/> |
| (g) Douglas Reeson | FOR <input checked="" type="checkbox"/> or WITHHOLD VOTE FROM <input type="checkbox"/> |

2. To vote FOR or WITHHOLD VOTE FROM (**and, if no specification is made, to vote FOR**) the resolution appointing Deloitte & Touche LLP, Chartered Accountants, as the auditors of the Corporation for the ensuing year and authorizing the directors of the Corporation to fix their remuneration; and
3. At the discretion of the said proxy holder, to vote upon any amendments to or variations of the above matters or any other matter that may be properly brought before the said Meeting or any adjournment thereof.

NOTES


1. In the event that the date is not completed, this proxy will be deemed to be dated upon the day that it is mailed by the Corporation to the shareholder.
2. This proxy will not be valid and will not be acted upon or voted unless it is signed and delivered to the attention of Olympia Transfer Services Inc., at 120 Adelaide Street West, Toronto, Ontario M5H 1T1, no later than 5:00 p.m. (Toronto time) on the second business day preceding the date of the Meeting or any adjournment thereof.
3. In addition to any revocation in any other manner permitted by law, a proxy may be revoked by depositing an instrument in writing, including another completed form of proxy, executed by the shareholder or the shareholder's attorney authorized in writing either: (i) at the registered office of the Corporation at any time up to and including the last business day preceding the date of the Meeting or any adjournment thereof; or (ii) with the chairman of the Meeting prior to the commencement of the Meeting on the day of the Meeting or any adjournment thereof.
4. The signature on the proxy should be exactly the same as the name in which the common shares are registered. If the appointee is a corporation, the proxy must be exercised under its corporate seal or signed by an officer or attorney duly authorized. Persons signing as executors, administrators, trustees, etc. should so indicate.

This proxy is solicited on behalf of the management of the Corporation and will be voted as directed in the space provided above or, if no direction is given, it will be voted FOR each resolution. The persons named in this proxy are officers and/or directors of the Corporation. Each shareholder has the right to appoint a person, who need not be a shareholder, to attend and to act for him and on his behalf at the Meeting, other than the persons designated above. To exercise such rights, the names of the persons designated by management to act should be crossed out and the name of the shareholder's appointee should be legibly printed in the blank space provided.

RESTRICTED TO
SHARES

12,500

DATED this 18 day of August, 2010
ROYTOR & CO.

Signature of Shareholder 

AUTHORIZED OFFICER-FOR PROXY
USE ONLY. LIMITED TO NUMBER
~~OF SHARES SHOWN ABOVE.~~
Shareholder's Name (Please Print)

Please have your client fax back the proxy to fax # (416) 364-1827 to the attention of Proxy Department.

CAX QINT OM01 ACI004741 LITHIUM AMERICAS CORP 12500.000
ISN NOT FOUND COM(R13AUG10) 12500.000
NVV6 0.000



CLIENT: NVV6
LOC: SW FLOOR:
MGR: NICOLE ALEXANDER
SPVR: FION CHAN
A/C OFFICER:
CRT OFFICER:
SPVR #: 416-956-2641
A/C #: 416-956-2621

One set of
Shares.

INSTRUMENT OF PROXY
For the Annual Meeting of Shareholders of Common Shares
of
LITHIUM AMERICAS CORP.
To be held on August 27, 2010

The undersigned holder of common shares of Lithium Americas Corp. (the “**Corporation**”) hereby appoints (with full power of appointment and substitution), Waldo Perez, President, Chief Executive Officer and director of the Corporation, or failing him, Raymond Mitchell, Chief Financial Officer of the Corporation, or failing him, David D’Onofrio, a director of the Corporation, or in place or stead of the foregoing, _____ as proxy of the undersigned to attend the annual meeting of the Corporation (the “**Meeting**”) to be held at Suite 1600, 1 First Canadian Place, 100 King Street West, Toronto, Ontario, Canada, on August 27, 2010 at 10:00 a.m. (Toronto time) and at any adjournment thereof. The undersigned hereby revokes any instrument of proxy heretofore given to attend and vote at the Meeting. Without limiting the general power hereby conferred, the person above named is directed to vote as follows:

1. To vote in respect of the election of directors for management’s nominees named in the accompanying management information circular as follows (**and, if no specification is made, to vote FOR**):

(a) Waldo Perez	FOR <input checked="" type="checkbox"/> or WITHHOLD VOTE FROM <input type="checkbox"/>
(b) Basil Botha	FOR <input type="checkbox"/> or WITHHOLD VOTE FROM <input type="checkbox"/>
(c) David D’Onofrio	FOR <input checked="" type="checkbox"/> or WITHHOLD VOTE FROM <input type="checkbox"/>
(d) Constantine Karayannopoulos	FOR <input checked="" type="checkbox"/> or WITHHOLD VOTE FROM <input type="checkbox"/>
(e) Franco Mignacco	FOR <input checked="" type="checkbox"/> or WITHHOLD VOTE FROM <input type="checkbox"/>
(f) George E. Pirie	FOR <input checked="" type="checkbox"/> or WITHHOLD VOTE FROM <input type="checkbox"/>
(g) Douglas Reeson	FOR <input checked="" type="checkbox"/> or WITHHOLD VOTE FROM <input type="checkbox"/>

2. To vote FOR or WITHHOLD VOTE FROM (**and, if no specification is made, to vote FOR**) the resolution appointing Deloitte & Touche LLP, Chartered Accountants, as the auditors of the Corporation for the ensuing year and authorizing the directors of the Corporation to fix their remuneration; and
3. At the discretion of the said proxy holder, to vote upon any amendments to or variations of the above matters or any other matter that may be properly brought before the said Meeting or any adjournment thereof.

NOTES

1. In the event that the date is not completed, this proxy will be deemed to be dated upon the day that it is mailed by the Corporation to the shareholder.
2. This proxy will not be valid and will not be acted upon or voted unless it is signed and delivered to the attention of Olympia Transfer Services Inc., at 120 Adelaide Street West, Toronto, Ontario M5H 1T1, no later than 5:00 p.m. (Toronto time) on the second business day preceding the date of the Meeting or any adjournment thereof.
3. In addition to any revocation in any other manner permitted by law, a proxy may be revoked by depositing an instrument in writing, including another completed form of proxy, executed by the shareholder or the shareholder's attorney authorized in writing either: (i) at the registered office of the Corporation at any time up to and including the last business day preceding the date of the Meeting or any adjournment thereof; or (ii) with the chairman of the Meeting prior to the commencement of the Meeting on the day of the Meeting or any adjournment thereof.
4. The signature on the proxy should be exactly the same as the name in which the common shares are registered. If the appointee is a corporation, the proxy must be exercised under its corporate seal or signed by an officer or attorney duly authorized. Persons signing as executors, administrators, trustees, etc. should so indicate.

This proxy is solicited on behalf of the management of the Corporation and will be voted as directed in the space provided above or, if no direction is given, it will be voted FOR each resolution. The persons named in this proxy are officers and/or directors of the Corporation. Each shareholder has the right to appoint a person, who need not be a shareholder, to attend and to act for him and on his behalf at the Meeting, other than the persons designated above. To exercise such rights, the names of the persons designated by management to act should be crossed out and the name of the shareholder's appointee should be legibly printed in the blank space provided.

DATED this 18 day of August, 2010
ROYTOR & CO.

RESTRICTED TO
SHARES

12,500

Signature of Shareholder: _____

AUTHORIZED OFFICER-FOR PROXY
USE ONLY LIMITED TO NUMBER
Shareholder's Name (Please Print) _____
OF SHARES SHOWN ABOVE

①

Please have your client fax back the proxy to fax # (416) 364-1827 to the attention of Proxy Department.

CAX QINT OM01 ACI004790 LITHIUM AMERICAS CORP 12500.000
ISN NOT FOUND COMMON STOCK (R13SEP10) 12500.000
NVV6 0.000

12500.000
↓

CLIENT: NVV6
LOC: SW FLOOR:
MGR: NICOLE ALEXANDER
SPVR: FION CHAN
A/C OFFICER:
CRT OFFICER:
SPVR #: 416-956-2641
A/C #: 416-956-2621

second set
of shares.

VOTING INSTRUCTIONS

TO OUR CLIENTS:

WE HAVE BEEN REQUESTED TO FORWARD TO YOU THE ENCLOSED PROXY MATERIAL RELATIVE TO SECURITIES HELD BY US IN YOUR ACCOUNT BUT NOT REGISTERED IN YOUR NAME. ONLY WE AS THE HOLDER OF RECORD CAN VOTE SUCH SECURITIES. WE SHALL BE PLEASED TO VOTE YOUR SECURITIES IN ACCORDANCE WITH YOUR WISHES. IF YOU WILL EXECUTE THE FORM AND RETURN IT TO US PROMPTLY IN THE ENCLOSED BUSINESS REPLY ENVELOPE, IT IS UNDERSTOOD THAT IF YOU SIGN WITHOUT OTHERWISE MARKING THE FORM YOUR SECURITIES WILL BE VOTED AS RECOMMENDED BY THE BOARD OF DIRECTORS ON ALL MATTERS TO BE CONSIDERED AT THE MEETING.

FOR THIS MEETING, THE EXTENT OF OUR AUTHORITY TO VOTE YOUR SECURITIES IN THE ABSENCE OF YOUR INSTRUCTIONS CAN BE DETERMINED BY REFERRING TO THE APPLICABLE VOTING INSTRUCTION NUMBER INDICATED ON THE FACE OF YOUR FORM.

FOR MARGIN ACCOUNTS, IN THE EVENT YOUR SECURITIES HAVE BEEN LOANED OVER RECORD DATE, THE NUMBER OF SECURITIES WE VOTE ON YOUR BEHALF HAS BEEN OR CAN BE ADJUSTED DOWNWARD.

PLEASE NOTE THAT, AS A RESULT OF AMENDMENTS TO STOCK EXCHANGE RULES, BROKERS ARE NO LONGER ALLOWED TO VOTE SECURITIES HELD IN THEIR CLIENTS' ACCOUNTS ON MATTERS RELATED TO EXECUTIVE COMPENSATION OR IN UNCONTESTED ELECTIONS OF DIRECTORS (OTHER THAN UNCONTESTED DIRECTOR ELECTIONS OF COMPANIES REGISTERED UNDER THE INVESTMENT COMPANY ACT OF 1940) UNLESS THE CLIENT HAS PROVIDED INSTRUCTIONS, OF COURSE, IT CONTINUES TO BE THE CASE THAT BROKERS CANNOT VOTE THEIR CLIENTS' SECURITIES IN CONTESTED DIRECTOR ELECTIONS AND ON OTHER SPECIFIC MATTERS. CONSEQUENTLY, IF YOU WANT US TO VOTE YOUR SECURITIES ON YOUR BEHALF ON MATTERS RELATED TO EXECUTIVE COMPENSATION OR ON THE ELECTION OF DIRECTORS, YOU MUST PROVIDE VOTING INSTRUCTIONS TO US. VOTING ON MATTERS PRESENTED AT SHAREHOLDERS MEETINGS, PARTICULARLY THE ELECTION OF DIRECTORS, IS THE PRIMARY METHOD FOR SHAREHOLDERS TO INFLUENCE THE DIRECTION TAKEN BY PUBLICLY-TRADED COMPANIES. WE URGE YOU TO PARTICIPATE IN THE ELECTION BY RETURNING THE ENCLOSED VOTING INSTRUCTION FORM TO US WITH INSTRUCTIONS AS TO HOW TO VOTE YOUR SECURITIES IN THIS ELECTION.

IF YOUR SECURITIES ARE HELD BY A BROKER WHO IS A MEMBER OF THE NEW YORK STOCK EXCHANGE (NYSE), THE RULES OF THE NYSE WILL GUIDE THE VOTING PROCEDURES. THESE RULES PROVIDE THAT IF INSTRUCTIONS ARE NOT RECEIVED FROM YOU PRIOR TO THE ISSUANCE OF THE FIRST VOTE, THE PROXY MAY BE GIVEN AT DISCRETION OF YOUR BROKER (ON THE TENTH DAY, IF THE MATERIAL WAS MAILED AT LEAST 15 DAYS PRIOR TO THE MEETING DATE OR ON THE FIFTEENTH DAY, IF THE PROXY MATERIAL WAS MAILED 25 DAYS OR MORE PRIOR TO THE MEETING DATE), IN ORDER FOR YOUR BROKER TO EXERCISE THIS DISCRETIONARY AUTHORITY, PROXY MATERIAL WOULD NEED TO HAVE BEEN

MAILED AT LEAST 15 DAYS PRIOR TO THE MEETING DATE.

AND ONE OR MORE OF THE MATTERS BEFORE THE MEETING MUST BE DEEMED "ROUTINE" IN NATURE ACCORDING TO NYSE GUIDELINES. IF THESE TWO REQUIREMENTS ARE MET AND YOU HAVE NOT COMMUNICATED TO US PRIOR TO THE FIRST VOTE BEING ISSUED, WE MAY VOTE YOUR SECURITIES AT OUR DISCRETION ON ANY MATTERS DEEMED TO BE ROUTINE. WE WILL NEVERTHELESS FOLLOW YOUR INSTRUCTIONS, EVEN IF OUR DISCRETIONARY VOTE HAS ALREADY BEEN GIVEN, PROVIDED YOUR INSTRUCTIONS ARE RECEIVED PRIOR TO THE MEETING DATE.

THE FOLLOWING INSTRUCTIONS PROVIDE SPECIFICS REGARDING THE MEETING FOR WHICH THIS VOTING FORM APPLIES.

INSTRUCTION 1

ALL PROPOSALS FOR THIS MEETING ARE CONSIDERED "ROUTINE". WE WILL VOTE IN OUR DISCRETION ON ALL PROPOSALS, IF YOUR INSTRUCTIONS ARE NOT RECEIVED.

IF YOUR SECURITIES ARE HELD BY A BANK, YOUR SECURITIES CANNOT BE VOTED WITHOUT YOUR SPECIFIC INSTRUCTIONS.

INSTRUCTION 2

IN ORDER FOR YOUR SECURITIES TO BE REPRESENTED AT THE MEETING ON ONE OR MORE MATTERS BEFORE THE MEETING, IT WILL BE NECESSARY FOR US TO HAVE YOUR SPECIFIC VOTING INSTRUCTIONS.

IF YOUR SECURITIES ARE HELD BY A BANK, YOUR SECURITIES CANNOT BE VOTED WITHOUT YOUR SPECIFIC INSTRUCTIONS.

INSTRUCTION 3

IN ORDER FOR YOUR SECURITIES TO BE REPRESENTED AT THE MEETING, IT WILL BE NECESSARY FOR US TO HAVE YOUR SPECIFIC VOTING INSTRUCTIONS.

INSTRUCTION 4

WE HAVE PREVIOUSLY SENT YOU PROXY SOLICITING MATERIAL PERTAINING TO THE MEETING OF SHAREHOLDERS OF THE COMPANY INDICATED. ACCORDING TO OUR LATEST RECORDS, WE HAVE NOT AS OF YET RECEIVED YOUR VOTING INSTRUCTION ON THE MATTER(S) TO BE CONSIDERED AT THIS MEETING AND THE COMPANY HAS REQUESTED US TO COMMUNICATE WITH YOU IN AN ENDEAVOR TO HAVE YOUR SECURITIES VOTED.

**IF YOU HOLD YOUR SECURITIES THROUGH A CANADIAN BROKER OR BANK, PLEASE BE ADVISED THAT YOU ARE RECEIVING THE VOTING INSTRUCTION FORM AND MEETING MATERIALS, AT THE DIRECTION OF THE ISSUER. EVEN IF YOU HAVE DECLINED TO RECEIVE SECURITY-HOLDER MATERIALS, A REPORTING ISSUER IS REQUIRED TO DELIVER THESE MATERIALS TO YOU. IF YOU HAVE ADVISED YOUR INTERMEDIARY THAT YOU OBJECT TO THE DISCLOSURE OF YOUR BENEFICIAL OWNERSHIP INFORMATION TO THE REPORTING ISSUER, IT IS OUR RESPONSIBILITY TO DELIVER THESE MATERIALS TO YOU ON BEHALF OF THE REPORTING ISSUER.

THESE MATERIALS ARE BEING SENT AT NO COST TO YOU.

WRONG WAY

P.O. Box 9175

Proxy Services
P.O. Box 9175
Farmingdale NY 11735-9852

Please ensure you fold then detach and retain this portion of the Voting Instruction Form

Fold and Detach Here

Fold and Detach Here

(continued from reverse side)

The Board of Directors of Swisher Hygiene Inc. unanimously recommends a vote "FOR" the election of each of the nominees for director named in Proposal 1, "FOR" Proposals 2, 3, 4, 5, 6, and 7 and for the selection of "3 YEARS" for Proposal 8. PLEASE SIGN, DATE AND RETURN PROMPTLY IN THE ENCLOSED ENVELOPE. PLEASE MARK YOUR VOTE IN BLUE OR BLACK INK AS SHOWN HERE

<p>1. The election of eight members to Swisher Hygiene Inc.'s Board of Directors, each for a term expiring at the next Annual Meeting or until their successors are duly elected and qualified.</p> <p>NOMINEES: H. Wayne Huizenga Steven R. Berrard David Braley John Ellis Bush Harris W. Hudson William D. Pruitt David Prusky Michael Serruya</p> <p><input checked="" type="checkbox"/> FOR ALL NOMINEES <input type="checkbox"/> WITHHOLD AUTHORITY FOR ALL NOMINEES <input type="checkbox"/> FOR ALL EXCEPT (See instructions below)</p> <p>INSTRUCTION: To withhold authority to vote for any individual nominee(s), mark "FOR ALL EXCEPT" and write the nominee's name(s) below.</p>	<p>2. To approve an amendment to Swisher Hygiene Inc.'s certificate of incorporation to increase the authorized number of shares of common stock from 400,000,000 to 600,000,000.</p> <p>FOR <input checked="" type="checkbox"/> AGAINST <input type="checkbox"/> ABSTAIN <input type="checkbox"/></p> <p>3. To approve an amendment to Swisher Hygiene Inc.'s certificate of incorporation to authorize 10,000,000 shares of "blank check" preferred stock.</p> <p>FOR <input checked="" type="checkbox"/> AGAINST <input type="checkbox"/> ABSTAIN <input type="checkbox"/></p> <p>4. To approve an amendment to Swisher Hygiene Inc.'s certificate of incorporation to permit stockholders to act by written consent.</p> <p>FOR <input checked="" type="checkbox"/> AGAINST <input type="checkbox"/> ABSTAIN <input type="checkbox"/></p> <p>5. To approve the Amended and Restated Swisher Hygiene Inc. 2010 Stock Incentive Plan and ratify awards previously granted under the Plan.</p>
--	---

<p>_____</p> <p>_____</p> <p>To change the address on your account, please check the box at right and indicate your new address in the address space above. Please note that changes to the registered name(s) on the account may not be submitted via this method. <input type="checkbox"/></p> <p>RESTRICTED TO SHARES 450,000</p> <p>ROYTOR & CO. RBC Dexia Investor Services Trust Securites Cage, C.A. Dept 155 Wellington Street West, 2nd Floor Toronto, On Canada M5V 3L3</p>	<p>FOR <input checked="" type="checkbox"/> AGAINST <input type="checkbox"/> ABSTAIN <input type="checkbox"/></p> <p>6. To approve the Swisher Hygiene Inc. Senior Executive Officers Performance Incentive Bonus Plan.</p> <p>FOR <input checked="" type="checkbox"/> AGAINST <input type="checkbox"/> ABSTAIN <input type="checkbox"/></p> <p>7. To obtain non-binding advisory approval of the compensation of Swisher Hygiene Inc.'s named executive officers ("Say on Pay").</p> <p>FOR <input checked="" type="checkbox"/> AGAINST <input type="checkbox"/> ABSTAIN <input type="checkbox"/></p> <p>8. To obtain non-binding advisory approval of three years as the frequency of future "Say on Pay" votes.</p> <p>3 YEARS <input checked="" type="checkbox"/> 2 YEARS <input type="checkbox"/> 1 YEAR <input type="checkbox"/> ABSTAIN <input type="checkbox"/></p> <p>9. In their discretion, the proxy holders are authorized to vote upon such other matters as may properly come before the meeting or any postponement or adjournment thereof.</p> <p>THIS PROXY WHEN PROPERLY EXECUTED WILL BE VOTED IN THE MANNER DIRECTED HEREIN BY THE UNDERSIGNED. IF NO DIRECTION IS MADE, THIS PROXY WILL BE VOTED "FOR" THE ELECTION OF EACH OF THE NOMINEES FOR DIRECTOR NAMED IN PROPOSAL 1, "FOR" PROPOSALS 2, 3, 4, 5, 6, AND 7, AND FOR "3 YEARS" IN PROPOSAL 8.</p> <p>PLEASE MARK, SIGN, DATE AND RETURN THE PROXY CARD PROMPTLY USING THE ENCLOSED ENVELOPE.</p>
--	--

The undersigned acknowledges receipt of the accompanying Notice of Annual Meeting of Stockholders and Proxy Statement for the May 5, 2011 meeting.

Signature of Stockholder _____ Date: _____ Signature of Stockholder _____
Date: _____

NOTE: Please sign exactly as your name or names appear on this Proxy. When shares are held jointly, each shareholder should sign. When signing as executor, administrator, attorney, trustee or guardian, please give full title as such. If the signer is a corporation, please sign full corporate name by duly authorized officer, giving full title as such. If signer is a partnership, please sign in partnership name by authorized person.

201 APR 10 P 2 24

PROXY CARD

SWISHER HYGIENE INC.

**4725 Piedmont Row Drive
Suite 400
Charlotte, North Carolina 28210**

**ANNUAL MEETING OF STOCKHOLDERS
OF SWISHER HYGIENE INC.**

MAY 5, 2011

PROXY

This Proxy is solicited on behalf of the Board of Directors of Swisher Hygiene Inc.

The undersigned hereby appoints Thomas Aucamp and Thomas Byrne, and each of them, acting alone, with the power to appoint his substitute, as proxies to represent the undersigned and vote as designated on the reverse side, all of the shares of Common Stock of Swisher Hygiene Inc. held of record by the undersigned as of 5:00 p.m. Eastern Time on March 21, 2011, at the Annual Meeting of Stockholders to be held at 9:00 a.m. Eastern Time on May 5, 2011 in the Panorama Ballroom at the Hyatt Regency Pier 66, located at 2301 Southeast 17th Street Causeway, Fort Lauderdale, Florida 33316, and at any adjournment or postponement thereof. If you will need directions to the annual meeting, or if you require special assistance at the annual meeting because of a disability, please contact Amy Simpson at (704) 602-7116.

Please complete, date and sign this Proxy on the reverse side, and mail it promptly in the enclosed envelope.

IMPORTANT NOTICE REGARDING THE AVAILABILITY OF PROXY MATERIALS FOR THE ANNUAL MEETING OF STOCKHOLDERS TO BE HELD ON MAY 5, 2011

The accompanying proxy statement and the 2010 Annual Report on Form 10-K are available at

<http://www.swisherhygiene.com>

1133
870808102

155 WELLINGTON ST. W.
2ND FLOOR
TORONTO, ON M5H 3L3
CANADA

VOTE BY MAIL

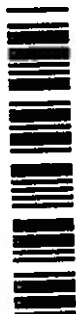
Mark, sign and date your proxy card and return it to Equity Financial Trust Company, Proxy Department, 200 University Avenue, 4th Floor, Toronto, Ontario M5H 4H1 by 11:59 P.M. Eastern Daylight Time on May 4, 2011.

VOTE BY FACSIMILE

(416) 595-9593
Mark, sign and date your proxy card and fax it to (416) 595-9593 by 11:59 P.M. Eastern Daylight Time on May 4, 2011.

VOTE BY INTERNET

www.voteproxyonline.com
Use the Internet to transmit your voting instructions by 11:59 P.M. Eastern Daylight Time on May 4, 2011.



000647

(Continued and to be signed on the reverse side)

Please have your client fax back the proxy to fax # (416)595-9593 to the attention of Proxy Department.

VOTE DEADLINE DATE: May 4, 2011 at 11:59 pm EST

CAX QINT OM01 ACI001R89	SWISHER HYGIENE INC	450000.000
ISN NOT FOUND COM R24JUN11 (R1933)		450000.000
NVV6	0.000	

CLIENT: NVV6
ADV REP: R838 IIS CANADATEAM7
CS MGR: PAUL JORRITSMA
CS OFFICER: SANDRA WILLIAMS
CS GRP MAIL: SENTRYSELECT
ACTG REP 1: AMARDEEP SINGH
ACTG REP 2: AMARDEEP SINGH

physical Holdings

Control # ?