



FosRich Company Limited

PROXY FORM FOR HYBRID ANNUAL GENERAL MEETING

I/We _____

a shareholder of FosRich Company Limited, hereby appoint

_____ (name) of _____ (address)

proxy, or failing him

_____ (name) of _____ (address)

as my/our alternate proxy to vote for me/us and on my/our behalf at the 2022 Annual General Meeting of FosRich Company Limited, to be held at 79 Molyne Road, Kingston 10, Jamaica on Tuesday, 12th of July, 2022 at 2:30 pm, and at any adjournment thereof. I desire this form to be used for/against the resolutions as follows (unless directed the proxy will vote as he sees fit)

Resolution Detail

Vote For Or Against
(Tick As Appropriate)

Ordinary Business			
No.	RESOLUTION	FOR	AGAINST
1	To adopt the audited accounts for the year ended December 31, 2021, and the report of the Directors and Auditors thereon.		
2	The Directors retiring by rotation in accordance with Article 97 of the Company's Articles of Incorporation are Steadman Fuller and Peter Knibb who being eligible for re-election, offer themselves for re-election to the Board.	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
2A	To re-appoint Steadman Fuller to the Board.		
2B	To re-appoint Peter Knibb to the Board.		
3	To approve dividend declared of \$0.103 per share and paid on the 6th. day of December 2021 to the shareholders on record as at November 19, 2021, by the Company.		
4	To re-appoint Crooks Jackson Burnett, Chartered Accountants of, The Business District, 19 Cargill Avenue, Kingston 10, Jamaica, as the auditors of the company at a remuneration to be fixed by the Directors.		
Special Business			
5	Increase in Share Capital, Stock Split, Rights Issue and/or Additional Public Offering		
5A	The authorised share capital of the Company be increased from 512,821,000 shares to 15,000,000,000 shares by the creation of an additional 14,487,179,000 ordinary shares each ranking pari passu in all respects with the existing ordinary shares or stock units in the capital of the Company.	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
5B	Each of the issued ordinary shares in the capital of the Company be subdivided into 10 ordinary shares with effect from the close of business on 27 July 2022, resulting in the total issued share capital of the Company being increased from 502,275,555 ordinary shares of no par value to 5,022,755,550 ordinary shares of no par value.	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>

5C	The Company, be and is hereby authorised to issue up to 126,000,000 ordinary shares by way of a Rights Issue to existing stockholders, and/or an offer for subscription to the public pursuant to a prospectus in lieu of a rights issue to existing Stockholders. (herein an "Additional Public Offering")		
5D	The Directors of the Company and/or any duly appointed Committee of the Board of Directors are authorised to determine in their discretion any terms and conditions relating to the Rights issue and/or Additional Public Offering.		
5E	Any pre-emption rights to which the existing stockholders may be entitled, howsoever arising, be and are hereby dis-applied for the purposes of the Rights issue and the Additional Public Offering.		
5F	All ordinary shares issued in the Rights issue and Additional Public Offering once issued and allotted be and are hereby converted into stock units.		
6	To amend the Articles of Incorporation by Special Resolution		

Signed this _____ day of _____ 2022

Signed: _____ Name: _____
(Primary Shareholder/Director) (Print name)

Signed: _____ Name: _____
(Joint Shareholder/Director/Secretary) (Print name)

SEAL

Notes:

1. A member entitled to attend and vote at this Annual General meeting is entitled to appoint one or more proxies to attend and vote in his/her stead. A proxy need not be a member of the Company.
2. A Proxy Form is enclosed at the back of the annual report for your convenience.
3. Members can also download a proxy form from the company's website (www.fosrich.com).
4. A Director and the Company Secretary are required to sign the proxy form of a corporate member under the common seal of that company.
5. Amendments made to the proxy form must be initialled by the member(s) signing.
6. In the case of joint holders, any member may sign the proxy form to the exclusion of the other joint holder(s).
7. The completed form must be properly executed, stamped and together with the power of attorney or other documents appointing the proxy, must be deposited with the Secretary at the Registered Office of the company at 79 Molyne's Road, Kingston 10, no later than 2:30 p.m. Friday 8th July 2022.
8. The Proxy Form shall bear stamp duty in the amount of \$100.00 by way of postal adhesive stamp(s) which is to be cancelled by the person signing the form.
9. Voting virtually on the Zoom platform during the meeting will not be accommodated. Members attending virtually, and wishing to vote, must therefore submit a Proxy Form