VM GROUP

VM GROUP LIMITED (the “Company”)

Annual General Meeting **Form of Proxy**

Postage Stamp

I/We ____

of ____,

being a Member/ Shareholder of the above named Company, hereby appoint

____

of ____,

or failing him, ____,

of ____

as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on the **28th day of July, 2026 at 3:00 p.m.** and at any adjournment thereof.

This form is to be used in favour of the resolution. Unless otherwise instructed, the proxy will vote as he thinks fit.

Please indicate by inserting a cross (**X**) in the appropriate box how you wish your votes to be cast.

NOTES:

1. To be valid, this form of proxy and the power of attorney or other authority (if any) under which it is signed must be lodged at the Registered Office of the Company, at-least forty-eight (48) hours before the time appointed for the Meeting.
2. The Proxy Form should bear stamp duty of $ 100.00 or such amount as prescribed by the Stamp Duty Act. The stamp duty may be paid by adhesive stamp(s) which shall be affixed to this Form.
3. In the case of joint shareholders, the vote of the Senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint holder(s) and for this purpose seniority shall be determined by the order in which the names stand in the register of members.
4. To be effective, this form of proxy must be signed by the appointer or his/her attorney, duly authorized in writing or, if the appointer is a corporation, must be under its common seal or be signed by some officer or attorney duly authorized in that behalf.

VM GROUP

VM GROUP LIMITED (the "Company")

Annual General Meeting **Form of Proxy**

	FOR	AGAINST
1. Resolution No. 1 – Audited Accounts	☐	☐

"THAT the Audited Accounts of the Company for the year ended December 31, 2025, and the Reports of the Directors and Auditors, circulated with the Notice convening the Meeting, be and are adopted."

	FOR	AGAINST
2. Resolution No. 2 - Retirement of Directors	☐	☐

2A. Retirement by Rotation pursuant to Article 82:

"THAT Director **Mr. Michael McAnuff-Jones** retiring by rotation pursuant to Article 82, of the Articles of Incorporation, who being eligible for re-election, is hereby elected."

"THAT Director **Mrs. Jeanne Robinson-Foster** retiring by rotation pursuant to Article 82, of the Articles of Incorporation who being eligible for re-election is hereby elected."

	FOR	AGAINST
3. Resolution No. 3 – Directors' Remuneration	☐	☐

"THAT the amount of $25,245,000 included in the Audited Accounts of the Company for the year ended December 31, 2025, as remuneration for their services as Directors be and is hereby approved.

	FOR	AGAINST
4. Resolution No. 4 – Appointment of Auditors	☐	☐

To appoint PricewaterhouseCoopers (PwC) as Auditors of the Company to hold office until the next Annual General Meeting, at a remuneration to be fixed by the Directors.

Dated this 10th day of July 2026

BY ORDER OF THE BOARD

The 1st Public Annual General Meeting

Keri-Gaye Brown
Corporate Secretary

REGISTERED OFFICE
6-10 Duke Street
Kingston

....
SIGNATURE

Signed this .... day of 2026