



VM INVESTMENTS LIMITED (the "Company")



Annual General Meeting

FORM OF PROXY

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 **11th day of June, 2025 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.

Senior Shareholder – first name appearing on the register of shareholders

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	FOR	AGAINST
1. Resolution No. 1 – Audited Accounts	<input type="checkbox"/>	<input type="checkbox"/>
“ THAT the Audited Accounts of the Company for the year ended December 31, 2024 and the Reports of the Directors and Auditors, circulated with the Notice convening the Meeting, be and are adopted.”		
2. Resolution No. 2 – Declaration of Dividend	<input type="checkbox"/>	<input type="checkbox"/>
“ THAT the interim dividend of \$0.032 per stock unit, paid on July 9, 2024, be and is hereby ratified and declared for the financial year ended December 31, 2024.”		
“ THAT the interim dividend of \$0.053 per stock unit, paid on December 5, 2024, be and is hereby ratified and declared as the final dividend for the financial year ended December 31, 2024.”		
3. Resolution No. 3 – Retirement of Directors	<input type="checkbox"/>	<input type="checkbox"/>
A) Retirement by Rotation Pursuant to Article 108		
“ THAT Director Mr. Michael McMorris retiring by rotation pursuant to Article 108, of the Articles of Incorporation, who being eligible for re-election, is hereby elected.”		
“ THAT Director Mr. Matthew Wright retiring by rotation pursuant to Article 108, of the Articles of Incorporation, who being eligible for re-election, is hereby elected.”		
“ THAT Director Mr. Rezworth Burchenson retiring by rotation pursuant to Article 108, of the Articles of Incorporation, who being eligible for re-election, is hereby elected.”		

	FOR	AGAINST
B) Retirement Pursuant to Article 106:		
“ THAT Directors Maria Evelyn-Robinson and Frederick Williams, having been appointed effective February 12, 2025 and March 24, 2025, respectively as additions to the Board since the date of the last Annual General Meeting, and retiring pursuant to the Article 106 of the Articles of Incorporation, being eligible for re-election, be and are hereby re-elected.”		
4. Resolution No. 4 – Directors’ Remuneration	<input type="checkbox"/>	<input type="checkbox"/>
“ THAT the amount of \$25,251,000 included in the Audited Consolidated Accounts of the Company for the year ended December 31, 2024 as remuneration for their services as Directors be and is hereby approved.”		
5. Resolution No. 4 – Directors’ Remuneration	<input type="checkbox"/>	<input type="checkbox"/>
“ THAT KPMG, Chartered Accountants, having signified their willingness to continue in office as Auditors, be and are hereby appointed Auditors of the Company to hold office until the next Annual General Meeting, at a remuneration to be agreed with the Directors.”		

DATED this 14th day of May 2025.

BY ORDER OF THE BOARD

The 8th Public Annual General Meeting

Keri-Gaye Brown
Corporate Secretary
REGISTERED OFFICE
6-10 Duke Street
Kingston

Signed: _____