

**IN THE SUPREME COURT OF BRITISH COLUMBIA**

**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c.  
C-36**

**AND**

**IN THE MATTER OF THE CANADA BUSINESS CORPORATIONS ACT, R.S.C. 1985 c. C-44  
and THE BUSINESS CORPORATIONS ACT, S.B.C. 2002, c. 57**

**AND**

**IN THE MATTER OF THE JOSEPH RICHARD HOSPITALITY GROUP LTD.  
AND THOSE PARTIES LISTED ON SCHEDULE "A"**

**PETITIONERS**

**PROXY**

Capitalized terms used herein and not otherwise defined have the meanings ascribed to them in the Meeting Order made in these proceedings December 14, 2023.

In accordance with the Meeting Order, the Petitioners have been authorized to convene a meeting of their Affected Creditors (the "**Creditors' Meeting**") to consider and vote whether to accept the plan of compromise and arrangement dated December 8, 2023, made under the *Companies' Creditors Arrangement Act* (the "**CCAA**") among the Petitioners and their Affected Creditors (as may be amended from time to time, the "**Plan**").

**Before completing this proxy, please read carefully the "Instructions for Completion of Proxy" included herewith.**

In accordance with the terms of the Meeting Order and the Plan, this proxy may only be filed by Affected Creditors having a Proven Claim that are NOT Convenience Creditors.

If any person is to attend the Creditors' Meeting (or any adjournment thereof) on behalf of an Affected Creditor and vote on the Plan, or if the Affected Creditor wishes to appoint the representative designated by the Monitor to act as the Affected Creditor's proxy, this proxy form must be completed and signed by the Affected Creditor and either: (i) received by the Monitor, Ernst and Young Inc., by no later than 12:00 p.m. (Vancouver time) on February 26, 2024; or (ii) deposited with the Chair of the Creditors' Meeting prior to the start of the Meeting

**THE UNDERSIGNED AFFECTED CREDITOR** hereby revokes all proxies previously given and nominates, constitutes, and appoints \_\_\_\_\_ or, if nobody is specified, nominates Kaleb Dekker of Ernst and Young Inc. in its capacity as Monitor of the Petitioners, or such person as he may designate as nominee of the Affected Creditor, with power of substitution, to attend on behalf of and act for the undersigned Affected Creditor at the Creditors' Meeting to be held in order to consider and, if thought advisable, vote in respect of the resolution to approve the Plan and at any and all adjournments of the Creditors' Meeting, and to vote the full amount of the Affected Creditor's total Affected Claims as follows:

A. (mark only one):

VOTE FOR approval of the Plan; or

VOTE AGAINST approval of the Plan; and

B. if neither of the options noted above is selected, to vote at the nominee's discretion and otherwise act for and on behalf of the Affected Creditor in respect of any amendments or variations to the Plan or in respect of any other matters that may come before the Creditors' Meeting, or any adjournment thereof.

Dated at \_\_\_\_\_ this \_\_\_\_\_ day of \_\_\_\_\_, 202\_.

**Signature:** \_\_\_\_\_

**Name:** \_\_\_\_\_

(if Affected Creditor is an individual)

(print name of Affected Creditor as it appears on the Proof of Claim form)

**Signature:** \_\_\_\_\_

**Name:** \_\_\_\_\_

(if Affected Creditor is a corporation this section must be completed by a duly authorized officer or attorney of the corporation)

**Title:** \_\_\_\_\_

(print name and title of signatory)

**Witness Signature:** \_\_\_\_\_

**Name:** \_\_\_\_\_

(only applicable if Affected Creditor is an individual)

**Phone Number:** \_\_\_\_\_

(print name of witness and include daytime phone number)

**Phone Number of Affected Creditor:** \_\_\_\_\_

**Email address of Affected Creditor:** \_\_\_\_\_

### INSTRUCTIONS FOR COMPLETION OF PROXY

1. This proxy should be read conjunction with the Plan and the Meeting Order, copies of which are included in the Meeting Materials delivered to you and are available on the Monitor's Website at: [www.ey.com/ca/JRG](http://www.ey.com/ca/JRG).
2. Each Affected Creditor who has a right to vote at the Meeting has the right to appoint a person (who does not need to be an Affected Creditor) to attend, act and vote for and on their behalf at the Meeting, or any adjournments thereof, and such right may be exercised by inserting in the space provided therefor the name of the person to be appointed.
3. If no name has been inserted in the space provided, Kaleb Dekker of Ernst and Young Inc., in its capacity as Monitor, or such other representative of the Monitor as he may designate, shall be deemed to be appointed as proxy holder for the Affected Creditor, with the power of substitution.
4. If an officer of Ernst and Young Inc. in its capacity as Monitor, is appointed or is deemed to be appointed as proxy holder, and the Affected Creditor fails to indicate a vote for or against the approval of the Plan on this proxy, this proxy will be voted **FOR** approval of the Plan.
5. If the proxy is not dated in the space provided therefor, it shall be deemed to bear the date on which it is received by the Monitor.
6. This proxy must be signed by the Affected Creditor or by his or her attorney duly authorized in writing or, where the Affected Creditor is a corporation, by a duly authorized officer or attorney of the corporation with an indication of the title of such officer or attorney.
7. Valid proxies bearing or deemed to be bearing a later date shall revoke this proxy. In the event that more than one valid proxy for the same Affected Creditor and bearing or deemed to be bearing the same date is received with conflicting instructions, such proxies will be treated as disputed proxies and shall not be counted for the purposes of the vote.
8. This proxy must be received by the Monitor by delivery, email or facsimile by no later than 12:00 pm (Vancouver Time) on February 26, 2024, at the following address:  
  
**Ernst and Young Inc.**  
Court-appointed Monitor of The Joseph Richard Hospitality Group Ltd.  
Suite 1900 – 1133 Melville Street  
Vancouver, British Columbia V6E 4E5  
Attention: Kaleb Dekker  
Fax: 604.899.3530  
Email: [kaleb.dekker@parthenon.ey.com](mailto:kaleb.dekker@parthenon.ey.com)
9. This proxy may also be deposited with the Chair of the Meeting prior to commencement of the Meeting and no proxy will be accepted by the Chair of the Meeting after commencement of the Meeting.