

APPENDIX A

PROXY

RESTAURANTS CANADA (the "Corporation")

By completing, signing and dating this proxy, any member of the Corporation may appoint a proxyholder to attend and act at the annual meeting of the members in the manner and to the extent authorized by this proxy. To assist with the timely validation of proxies prior to the meeting, please deliver the proxy signed and dated by an authorized signatory of the member to Restaurants Canada by noon on the 25th day of March, 2022, via email to grocha@restaurantscanada.org or facsimile to 416-923-1450. Proxies may be received after this date by email or fax to an officer of Restaurants Canada up to the commencement of the meeting, which will be accepted at the discretion of the chair of the meeting.

Appointment of Proxyholder

The undersigned member of the Corporation hereby appoints the Secretary of the Corporation or **the member may appoint a proxyholder and any alternative proxyholder(s), other than the person designated in this proxy, to attend and act on their behalf at the meeting by designating such person(s) in the space provided below:**

(Print name of person to be your proxyholder)

AND

(Print name(s) of person(s) to be your alternative proxyholder(s), if any)

as the proxyholder of the undersigned, to attend, act and vote for and on behalf of the undersigned at the **annual meeting of the members of the Corporation to be held at 12:30PM EST, on the 30th day of March, 2022 and at any adjournment or adjournments thereof** (the "Meeting") in the same manner, to the same extent and with the same power as if the undersigned were present at the Meeting or such adjournment or adjournment thereof.

Revoking Proxy

The undersigned may revoke this proxy by depositing an instrument or act in writing executed by the undersigned: (a) at the registered office of the Corporation no later than the last business day preceding the day of the Meeting, or the day of the continuation of that Meeting after an adjournment of that Meeting, at which the proxy is to be used; or (b) with the chairperson of the Meeting on the day of the Meeting or the day of the continuation of that Meeting after an adjournment of that Meeting.

Voting

The proxyholder shall vote in accordance with the instructions of the member on any ballot that may be called for and if the member specifies a choice below with respect to any matter to be acted on, the proxyholder shall vote accordingly. **When the proxy is signed, unless specific voting instructions are set forth below in respect of any specific business to be put to the meeting, the proxyholder shall vote in favour of that matter.** For certainty, unless specifically instructed otherwise below, the proxyholder shall be entitled to exercise discretion in respect of voting on any amendments to matters that may properly come before the Meeting.

<u>Matter</u>	<u>Voting Instructions</u>
Resolve that the holding of this meeting by means of an electronic communication facility is ratified and confirmed.	<input type="checkbox"/> For <input type="checkbox"/> Against <input type="checkbox"/> Abstain
Approve ByLaw changes as described in Appendix B	<input type="checkbox"/> For <input type="checkbox"/> Against <input type="checkbox"/> Abstain
Approve minutes of 2021 Annual Meeting	<input type="checkbox"/> For <input type="checkbox"/> Against <input type="checkbox"/> Abstain
Appointment of Grant Thornton LLP as public accountant for 2022 Fiscal Year.	<input type="checkbox"/> Vote <input type="checkbox"/> Withhold vote Additional instructions (if any):
Re-election of Jeff Kroll as director	<input type="checkbox"/> Vote <input type="checkbox"/> Withhold vote Additional instructions (if any):
Re-election of Jordan Holm as director	<input type="checkbox"/> Vote <input type="checkbox"/> Withhold vote Additional instructions (if any):
Re-election of Cindy Simpson as director	<input type="checkbox"/> Vote <input type="checkbox"/> Withhold vote Additional instructions (if any):
Election of David Fritz as director	<input type="checkbox"/> Vote <input type="checkbox"/> Withhold vote Additional instructions (if any):
Election of Tatiana Carrascal as director	<input type="checkbox"/> Vote <input type="checkbox"/> Withhold vote Additional instructions (if any):
Election of Paul Bognar as director	<input type="checkbox"/> Vote <input type="checkbox"/> Withhold vote Additional instructions (if any):
Election of Jon Cercone as director	<input type="checkbox"/> Vote <input type="checkbox"/> Withhold vote Additional instructions (if any):
Election of Jason Brading as director	<input type="checkbox"/> Vote <input type="checkbox"/> Withhold vote Additional instructions (if any):

DATED as of the _____ day of _____, 2022.

PRINT NAME OF ORGANIZATION:
Member Number:

Per: _____

Print Name:

Print Title:

(I have authority to bind the member)