



Security Class

Holder Account Number

GOLD PROXY

Fold

Form of Proxy - Annual General and Special Meeting to be held on December 17, 2024 (the "Meeting")

This GOLD Form of Proxy is solicited by and on behalf of Management of Dye & Durham Limited.

Notes to proxy

1. Every holder has the right to appoint some other person or company of their choice, who need not be a holder, to attend and act on their behalf at the Meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided on the reverse and return your proxy by mail or vote by internet at www.investorvote.com.
2. If the securities are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc.), then all those registered should sign this proxy. If you are voting on behalf of a corporation or another individual you must sign this proxy with signing capacity stated, and you may be required to provide documentation evidencing your power to sign this proxy.
3. This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by Management to the holder.
5. **The securities represented by this proxy will be voted as directed by the holder; however, if such a direction is not made in respect of any matter, this proxy will be voted as recommended by Management.**
6. The securities represented by this proxy will be voted in favour or withheld from voting or voted against each of the matters described herein, as applicable, in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
7. This proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting or other matters that may properly come before the Meeting or any adjournment or postponement thereof, unless prohibited by law.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

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**Proxies submitted must be received by 10:30 a.m. (EST) on Friday, December 13, 2024
or if the Meeting is postponed or adjourned, no later than 48 hours (excluding Saturdays, Sundays and holidays) before the Meeting.**

VOTE USING THE INTERNET 24 HOURS A DAY 7 DAYS A WEEK!



To Vote Using the Internet

- Go to the following web site:
www.investorvote.com
- **Smartphone?**
Scan the QR code to vote now.



To Receive Documents Electronically

- You can enroll to receive future securityholder communications electronically by visiting www.investorcentre.com.

If you vote by the Internet, DO NOT mail back this proxy.

Voting by mail may be the only method for securities held in the name of a corporation or securities being voted on behalf of another individual. **Voting by mail or by Internet** are the only methods by which a holder may appoint a person as proxyholder other than the Management Nominees named on the reverse of this proxy. Instead of mailing this proxy, you may choose one of the two voting methods outlined above to vote this proxy.

To vote by the Internet, you will need to provide your CONTROL NUMBER listed below.

CONTROL NUMBER



Appointment of Proxyholder

I/We being holder(s) of securities of Dye & Durham Limited (the "Corporation") hereby appoint: Matthew Proud, or failing this person, Awele Obiabo (the "Management Nominees")

OR

Print the name of the person you are appointing if this person is someone other than the Management Nominees listed herein.

Note: If completing the appointment box above YOU MUST go to www.Computershare/DyeDurham and provide Computershare with the name and email address of the person you are appointing. Computershare will use this information ONLY to provide the appointee with an invite code to gain entry to the online meeting.

as my/our proxyholder with full power of substitution and to attend, act and to vote for and on behalf of the holder in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and on all other matters that may properly come before the Meeting to be held via live audio webcast online at <https://meetnow.global/MUYSLNV> on December 17, 2024 at 10:30 a.m. (Eastern Time) and at any adjournment or postponement thereof.

VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED TEXT** OVER THE BOXES.

1. ELECTION OF DIRECTORS

The following persons be elected as the directors of the Corporation to hold office until the close of the next annual meeting of shareholders following their election. You may vote "FOR" up to seven (7) nominees for election as directors in total. If the number of nominees for election of directors is greater than the number of vacancies, then those nominees receiving the greatest number of votes will be declared elected until all vacancies have been filled.

MANAGEMENT NOMINEES	For	Withhold		For	Withhold		For	Withhold	Fold
01. Colleen Moorehead	<input type="checkbox"/>	<input type="checkbox"/>	02. Matthew Proud	<input type="checkbox"/>	<input type="checkbox"/>	03. Edward (Ted) D. Prittie	<input type="checkbox"/>	<input type="checkbox"/>	
04. Eric Shahinian	<input type="checkbox"/>	<input type="checkbox"/>	05. Luke McCormick	<input type="checkbox"/>	<input type="checkbox"/>	06. Mark Ernst	<input type="checkbox"/>	<input type="checkbox"/>	
07. David Oppenheimer	<input type="checkbox"/>	<input type="checkbox"/>							

DISSIDENT NOMINEES	For	Withhold		For	Withhold		For	Withhold	Fold
08. Arnaud Ajdler	<input type="checkbox"/>	<input type="checkbox"/>	09. Hans T. Gieskes	<input type="checkbox"/>	<input type="checkbox"/>	10. Tracey E. Keates	<input type="checkbox"/>	<input type="checkbox"/>	
11. Ritu Khanna	<input type="checkbox"/>	<input type="checkbox"/>	12. Anthony P. Kinnear	<input type="checkbox"/>	<input type="checkbox"/>	13. Sid Singh	<input type="checkbox"/>	<input type="checkbox"/>	

For Withhold

2. APPOINTMENT OF AUDITORS

To approve the appointment of Ernst & Young LLP as auditors of the Corporation for the ensuing year and authorize the board of directors of the Corporation to fix their remuneration.

For Against

3. Ratification of Issuance of Certain Options

To approve an ordinary resolution ratifying the issuance of certain options as more fully described in the Management Information Circular.

For Against

4. Advisory Vote on Approach to Compensation

To approve an advisory resolution on the Corporation's approach to executive compensation as more fully described in the Management Information Circular.

Signature of Proxyholder

Signature(s)

Date

I/We authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any proxy previously given with respect to the Meeting. **If no voting instructions are indicated above and the proxy appoints the Management Nominees, this proxy will be voted as recommended by Management.**

MM / DD / YY

Interim Financial Statements – Mark this box if you would like to receive Interim Financial Statements and accompanying Management's Discussion and Analysis by mail.

Annual Financial Statements – Mark this box if you would like to receive the Annual Financial Statements and accompanying Management's Discussion and Analysis by mail.

Information Circular – Mark this box if you would like to receive the Information Circular by mail for the next securityholders' meeting.

If you are not mailing back your proxy, you may register online to receive the above financial report(s) by mail at www.computershare.com/maillinglist.

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