UPCO INTERNATIONAL INC.



8th Floor, 100 University Avenue Toronto, Ontario M5J 2Y1 www.computershare.com

Security Class

Holder Account Number

Fold

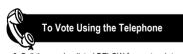
Voting Instruction Form ("VIF") - Annual General Meeting to be held on April 27, 2022

NON-REGISTERED (BENEFICIAL) SECURITYHOLDERS

- 1. We are sending to you the enclosed proxy-related materials that relate to a meeting of the holders of the series or class of securities that are held on your behalf by the intermediary identified above. Unless you attend the meeting and vote in person, your securities can be voted only by management, as proxy holder of the registered holder, in accordance with your instructions.
- 2. We are prohibited from voting these securities on any of the matters to be acted upon at the meeting without your specific voting instructions. In order for these securities to be voted at the meeting, it will be necessary for us to have your specific voting instructions. Please complete and return the information requested in this VIF to provide your voting instructions to us promptly.
- 3. If you want to attend the meeting and vote in person, please write your name in the place provided for that purpose in this form. You can also write the name of someone else whom you wish to attend the meeting and vote on your behalf. Unless prohibited by law, the person whose name is written in the space provided will have full authority to present matters to the meeting and vote on all matters that are presented at the meeting, even if those matters are not set out in this form or the information circular. Consult a legal advisor if you wish to modify the authority of that person in any way. If you require help, please contact the Registered Representative who services your account.
- 4. This VIF should be signed by you in the exact manner as your name appears on the VIF. If these voting instructions are given on behalf of a body corporate set out the full legal name of the body corporate, the name and position of the person giving voting instructions on behalf of the body corporate and the address for service of the body corporate.
- 5. If a date is not inserted in the space provided on the reverse of this VIF, it will be deemed to bear the date on which it was mailed by management to you.
- 6. When properly signed and delivered, securities represented by this VIF will be voted as directed by you, however, if such a direction is not made in respect of any matter, and the VIF appoints the Management Nominees, the VIF will direct the voting of the securities to be made as recommended in the documentation provided by Management for the meeting.
- 7. Unless prohibited by law, this VIF confers discretionary authority on the appointee to vote as the appointee sees fit in respect of amendments or variations to matters identified in the notice of meeting or other matters as may properly come before the meeting or any adjournment thereof.
- 8. By providing voting instructions as requested, you are acknowledging that you are the beneficial owner of, and are entitled to instruct us with respect to the voting of, these securities.
- 9. If you have any questions regarding the enclosed documents, please contact the Registered Representative who services your account.
- 10. This VIF should be read in conjunction with the information circular and other proxy materials provided by Management.

VIFs submitted must be received by 5:00 pm, PDT, on April 25, 2022.

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



 Call the number listed BELOW from a touch tone telephone.

1-866-734-VOTE (8683) Toll Free



 Go to the following web site: www.investorvote.com

Smartphone?
 Scan the QR code to vote now



If you vote by telephone or the Internet, DO NOT mail back this VIF.

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 choose an appointee other than the Management appointees named on the reverse of this VIF. Instead of mailing this VIF, you may choose one of the two voting methods outlined above to vote this VIF.

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

CONTROL NUMBER

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+									+	
Appointee(s) I/We being holder(s) of securities of Upco International Inc. (the "Company") hereby appoint: Andrea Pagani (the "Management Nominee") OR If you wish to attend in person or appoint someone else to attend on your behalf, print your name or the name of your appointee in this space (see Note #3 on reverse).										
as my/our appointee to attend, act a properly come before the Annual Gaany adjournment or postponement t	and to vote in a eneral Meeting hereof.	ccordance v of sharehol	with the following directi ders of the Company to	ion (or if no direction be held virtually a	ons have be at https://us0	en given, as l6web.zoom	s the appointee sees fit) and on all on all on the state of the sees fit) and on all on the sees fit) and on all on the sees fit) and on all on the sees fit) and on all of the sees fit in the se	other matters that 22 at 10:00 am (PI	may DT), and at	
VOTING RECOMMENDATIONS A	RE INDICATED	BY HIGH	LIGHTED TEXT OVER	THE BOXES.						
								For	Against	
1. Number of Directors										
To set the number of Directors a	at three (3).									
2. Election of Directors	For	Withhole	d		For	Withhold	ı	For	Withhold	Fold
01. Mr. Andrea Pagani			02. Mr. Juan Ram	os Taboada			03. Mr. Estanislao Peña			
								For	Withhold	
3. Appointment of Auditors										
Appointment of MSLL CPA LLC	as Auditors	of the Com	pany for the ensuing	year and author	rizing the [Directors to	o fix their remuneration.		ш	
								For	Against	
4. Approval of Stock Option P	lan									
To consider and, if thought fit, to	pass an ord	inary resol	ution approving the	15% rolling stock	option pla	n of the Co	ompany.			
										Fold
Authorized Signature(s) –	This section	n must b	e completed for y	our Sign	nature(s)		Date			

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

DD/WM/YY

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

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

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

NSSQ 338094

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