

**Direct Communication Solutions, Inc.** 

**Appointment of Proxyholder** 

I/We, being holder(s) of common stock of Direct Communication Solutions, Inc. (the "Company"), hereby appoint: Chris Bursey, Chief Executive Officer, or, failing him, Rich Gomberg, Chief Financial Officer OR

Print the name of the person you are appointing if this person is someone other than the individuals listed above as proxy of the undersigned, to attend, act and vote on behalf of the undersigned in accordance with the below direction (or if no directions have been given, as the proxy sees fit) on all the following matters and any other matter that may properly come before the Annual and Special Meeting of Shareholders of the Company to be held at 10:00 a.m. (Pacific Standard Time) on Monday, July 12, 2021, at 17150 Via Del Campo, San Diego, CA (the "Meeting"), and at any and all adjournments or postponements thereof in the same manner, to the same extent and with the same powers as if the undersigned were personally present, with full power of substitution.

Management recommends voting FOR all Resolutions. Please use a dark black pencil or pen.

1. Election of Directors	FOR		WITHHOLD
1. Chris Bursey			
2. Edward O' Sullivan			
3. William Espley			
4. John Hubler			
5. Mike Zhou			
<b>2. Appointment of Auditors</b> Appointment of Davidson & Company LLP, Chartered Professional Accountants as Auditors	FOR	AGAINST	WITHHOLD
<b>3. Amendment To Certificate Of Incorporation</b> To approve and amend the Company's Certificate of Incorporation to make certain revisions to the exclusive Delaware forum clause.			
<b>4. Other Business</b> To approve such other business as may properly come before the meeting as the proxyholder, in his sole discretion, may see fit.			

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, this Proxy will be voted FOR a matter by Management's appointees or, if you appoint another proxyholder, as that other proxyholder sees fit. On any amendments or variations proposed or any new business properly submitted before the Meeting, I/We authorize you to vote as you see fit.

Signature(s)

Date

Please sign exactly as your name(s) appear on this proxy. Please see reverse for instructions. All proxies must be received by **10:00 a.m. (Pacific Standard Time) on Thursday, July 8, 2021**.

Proxy Form – Annual and Special General Meeting of Shareholders of **Direct Communication Solutions, Inc.** to be held at 10:00 a.m. (Pacific Standard Time) on Monday, July 12, 2021, at 17150 Via Del Campo, San Diego, CA (the "Meeting")

#### Notes to Proxy

1. This Proxy is solicited by the Management of the Company.

2. This form of proxy ("Instrument of Proxy") must be signed by you, the Registered Shareholder, or by your attorney duly authorized by you in writing, or, in the case of a corporation, by a duly authorized officer or representative of the corporation; and if executed by an attorney, officer, or other duly appointed representative, the original or a notarial copy of the instrument so empowering such person, or such other documentation in support as shall be acceptable to the Chairman of the Meeting, must accompany the Instrument of Proxy.

3. If this Instrument of Proxy is not dated in the space provided, authority is hereby given by you, the Registered Shareholder, for the proxyholder to date this proxy seven (7) calendar days after the date on which it was mailed to you, the Registered Shareholder, by the Company.

# 4. As a limited number of Registered Shareholders will be able to vote in person at the Meeting, a Registered Shareholder who wishes to vote on the resolutions, may do the following:

(a) appoint one of the management proxyholders named on the Instrument of Proxy, by leaving the wording appointing a nominee as is (i.e. do not strike out the management proxyholders shown and do not complete the blank space provided for the appointment of an alternate proxyholder). Where no choice is specified by a Registered Shareholder with respect to a resolution set out in the Instrument of Proxy, a management appointee acting as a proxyholder will vote in favour of each matter identified on this Instrument of Proxy and for the nominees of management for directors and auditor as identified in this Instrument of Proxy; OR

(b) appoint another proxyholder, who need not be a Registered Shareholder of the Company, to vote according to the Registered Shareholder's instructions, by striking out the management proxyholder names shown and inserting the name of the person you wish to represent you at the Meeting in the space provided for an alternate proxyholder. If no choice is specified, the proxyholder has discretionary authority to vote as the proxyholder sees fit.

5. The securities represented by this Instrument of Proxy will be voted or withheld from voting in accordance with the instructions of the Registered Shareholder on any poll of a resolution that may be called for and, if the Registered Shareholder specifies a choice with respect to any matter to be acted upon, the securities will be voted accordingly. Further, the securities will be voted by the appointed proxyholder with respect to any amendments or variations of any of the resolutions set out on the Instrument of Proxy or matters which may properly come before the Meeting as the proxyholder in its sole discretion sees fit.



## If a Registered Shareholder has submitted an Instrument of Proxy, the Registered Shareholder may still attend the Meeting via audio conference call.

To be represented at the Meeting, this proxy form, or other form of proxy, including legal proxies, restricted proxies, voting information forms (VIFs), which meet the proxy requirements set out in the Articles of the Company must be received at the office of the Transfer Agent of the Company, **AST Trust Company (Canada)**, **P.O. Box 721**, **Agincourt, ON M1S 0A1**, **by mail or by fax (416-368-2502) or toll free in Canada and United States (1-866-781-3111) no later than forty eight (48) hours** (excluding Saturdays, Sundays and holidays) prior to the time of the Meeting, or adjournment thereof or may be accepted by the Chairman of the Meeting prior to the commencement of the Meeting.

### How to Vote

# MAIL, FAX, EMAIL, TELEPHONE or INTERNET Complete and return your signed proxy in the envelope provided or send to: AST Trust Company (Canada) P.O. Box 721 Agincourt, ON M1S 0A1 You may alternatively fax your proxy to 416-368-2502 or toll free in Canada and United States to 1-866-781-3111 or scan and email to proxyvote@astfinancial.com.

**Electronic Voting:** 

**By telephone** 1-888-489-5760 (English only) or 1-888-489-7352 (Bilingual)

**By Internet:** English Site: www.ASTvotemyproxy.com

An undated proxy is deemed to be dated on the day it was received by AST Trust Company (Canada).

If you wish to receive investor documents electronically in future, please visit <u>https://ca.astfinancial.com/edelivery</u> to enrol.

All proxies must be received by 10:00 a.m. (Pacific Standard Time) on Thursday, July 8, 2021.