Richards Group Inc.

Form of Proxy for the Annual General and Special Meeting of Shareholders to be held on May 1, 2026

THIS PROXY IS SOLICITED BY AND ON BEHALF OF MANAGEMENT OF RICHARDS GROUP INC.

The undersigned shareholder of RICHARDS GROUP INC. (the "Company") hereby appoints **John Glynn**, a director of the Company, or failing him, **Donald Wright**, a director of the Company (the "Management Nominees"), or instead of either of the foregoing, ______________________________, as proxyholder for the undersigned with full power of substitution, to attend, vote and act for and on behalf of the undersigned at the **annual general and special meeting of shareholders of the Company to be held on Friday, May 1, 2026 at 10:00 a.m. (EDT)** (the "Meeting"), or such adjournment(s) or postponement(s) thereof, upon the following matters, and any other business that may properly come before the Meeting:

BINDING VOTES

VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT.

1. VOTE or WITHHOLD VOTE for the election of the following persons as directors of the Company, each as further described in the management information circular of the Company prepared in connection with the Meeting:

	For	Withhold		For	Withhold
Donald Wright	☐	☐	Darlene Dasent	☐	☐
Susan Allen	☐	☐	John Glynn	☐	☐
			Janet Glynn	☐	☐

2. VOTE FOR ☐ or WITHHOLD VOTE

FOR ☐ the appointment of PricewaterhouseCoopers LLP, Chartered Professional Accountants, as auditor of the Company for the ensuing year and to authorize the directors of the Company to fix their remuneration.

3. VOTE FOR ☐ or AGAINST ☐ passing, with or without variation, an ordinary resolution to ratify and approve the Amended and Restated By-law No. 1 of the Company providing for advance notice requirements for the nomination of directors of the Company, as more particularly described in the management information circular of the Company prepared in connection with the Meeting.

With respect to any other business which may properly come before the Meeting and variations or amendments to any of the above matters, or such adjournment(s) or postponement(s) thereof, the undersigned confers discretionary authority on the proxyholder to vote as the proxyholder thinks fit.

Executed on the __________day of ________________, 2026.

Richards Group Inc.

Number of Common Shares

Signature of shareholder or authorized legal representative

Name of shareholder **(Please print clearly)**

Name and title of authorized legal representative, if applicable

HOW TO RETURN YOUR SIGNED AND COMPLETED PROXY

(1) Fax your signed proxy to 416-595-9593
(2) Return your signed proxy by mail to: TSX Trust Company, Attn: Proxy Department., P.O. Box 721, Agincourt, Ontario, Canada, M1S 0A1
(3) Scan and send your signed proxy to proxyvote@tmx.com.

A self-addressed, stamped return envelope is enclosed for your convenience The proxy may also be deposited with the chairman of the Meeting prior to the commencement thereof.

NOTES

(1) **A shareholder has the right to appoint a person to represent the shareholder at the Meeting other than the Management Nominees designated in this proxy. Such right must be exercised by inserting in the space provided the name of the other person the shareholder wishes to appoint. Such other person need not be a shareholder.**

(2) To be valid, this proxy must be signed and deposited no later than 10:00 a.m. (Toronto time) on April 29, 2026 or, if the meeting is adjourned, 48 hours (excluding Saturdays and holidays) before any reconvened meeting.

(3) If the shareholder is an individual, this proxy must be signed in the same way that the common shares of the Company are registered. If the shareholder is a company, this proxy must be executed by a duly authorized representative of the shareholder and you may be required to provide documentation evidencing your power to sign this proxy with signing capacity stated. If the common shares are registered in the name of an executor, administrator or trustee, please sign exactly as the common shares are registered. If the common shares are registered in the name of a deceased or other shareholder, the shareholder's name must be printed in the space provided, the proxy must be signed by the legal representative with his/her name printed below his/her signature and evidence of authority to sign on behalf of the shareholder must be attached to this proxy. The Company, in its sole discretion, may require additional evidence of authority or additional documentation.

(4) Reference is made to the management information circular of the Company prepared in connection with the Meeting for further information regarding the completion and use of this proxy and other information pertaining to the Meeting. This proxy should be read in conjunction with the accompanying documentation provided by management.

(5) If a Share is held by two or more persons, any one of them present or represented by proxy at the Meeting may, in the absence of the other or others, vote in respect thereof, but if more than one of them are present or represented by proxy they shall vote together in respect of the Share so held.

(6) If this proxy is not dated in the space provided, it shall be deemed to bear the date it was mailed to the holder by Management.

(7) **The securities represented by this proxy will be voted as directed by the Shareholder, however, if such a direction is not made in respect of any matter, and the proxy appoints the Management Nominees, this proxy will be voted as recommended by management.**