## ENTHUSIAST GAMING HOLDINGS INC.



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

**Security Class** 

**Holder Account Number** 

Fold

## Form of Proxy - Annual General and Special Meeting to be held on June 30, 2023

# This Form of Proxy is solicited by and on behalf of Management.

#### 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 Management Nominees whose names are printed herein, please insert the name of your chosen proxyholder in the space provided (see reverse).
- 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 may be required to provide documentation evidencing your power to sign this proxy with signing capacity stated.
- 3. This proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
- 4. If a date is not inserted in the space provided on the reverse of this proxy, it will be deemed to bear the date on which it was mailed to the holder by Management.
- 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, and the proxy appoints the Management Nominees listed on the reverse, 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. If you have 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 and Management Information Circular or other matters that may properly come before the Meeting or any adjournment or postponement thereof, in each case to the extent permitted by law, whether or not the amendment or variation or other matter is routine and whether or not the amendment, variation or other matter is contested. Late proxies may be accepted or rejected by the Chair of the Meeting in his discretion, and the Chair is under no obligation to accept or reject any particular late proxy.

8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

Proxies submitted must be received by 10:00 am, Pacific Daylight Time on June 28, 2023.

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



To Vote Using the Telephone

Call the number listed BELOW from a touch

1-866-732-VOTE (8683) Toll Free



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.



To Virtually Attend

 You can attend the meeting virtually by visiting the URL provided on the back of this document.

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

**CONTROL NUMBER** 

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### **Appointment of Proxyholder**

I/We being holder(s) of securities of Enthusiast Gaming Holdings Inc. (the "Company") hereby appoint: Nicolas Brien, Chief Executive Officer, or failing this person, Alex Macdonald, Chief Financial Officer (the "Management Nominees")

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 http://www.computershare.com/Enthusiast 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 Annual General and Special Meeting of shareholders of the Company to be held in a virtual-only format via a live webcast accessible at https://meetnow.global/M4HJADF on June 30, 2023 at 10:00 am (Pacific Daylight Time) and at any adjournment or postponement thereof (the "Meeting").

OR

VOTING RECOMMENDATIONS ARE INDICATED BY HIGHLIGHTED TEXT OVER THE BOXES.

							<u>[</u>	or	Against	
1. Number of Directors							Г	$\neg$		Fold
To set the number of Directors at	seven (7).						L			
2. Election of Directors	For	Withhol	ld	For	Withhol	d	G	or	Withhold	
01. John Albright			02. Michael Beckerman			03. Adrian Montgome	ry [			
04. Scott Michael O'Neil			05. Nicolas Brien			06. David Goldhill	[			
07. Janny Lee										
							j.	or	Withhold	
3. Appointment of Auditors							Γ	$\neg$		
Appointment of KPMG LLP as aud	litors of the	Compan	y for the ensuing year and auth	norizing the Direct	tors to fix	their remuneration.	_			
4. The Stock Option Plan Resolu	ution						<u> </u>	or	Against	
Approval of the Stock Option Plan		n, as outlir	ned in the accompanying mana	gement information	on circula	r dated May 30, 2023.				Fold
							<u> </u>	or	Against	
5. The Share Unit Plan Resolution	on						Г	_		
Approval of the SU Plan Resolution	n, as outlir	ed in the	accompanying management ir	formation circular	r dated Ma	ay 30, 2023.	L			
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.							<u> </u>	<u> </u>		
Interim Financial Statements - Mark this b like to receive Interim Financial Statements accompanying Management's Discussion a mail	and <sup>*</sup>		Annual Financial Statements - Mike to receive the Annual Financia accompanying Management's Dismail	I Statements and						

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/mailinglist.

