

**DEVONSHIRE INDUSTRIES LIMITED**

("the Company")

PROXY

If you cannot attend the following meeting and wish to vote your shares by Proxy, please complete this form and return as indicated below.

I/We, ..... of .....  
.....  
.....

the holder/s of ..... shares in the Company hereby appoint the Chairperson of the meeting, failing whom ..... as my/our proxy to vote on behalf at the 2022 Annual General Meeting of the Company to be held on Thursday, 7 March 2024 at 1.30 p.m. and at any adjournment thereof:

RESOLUTIONS	FOR	AGAINST	ABSTAIN
1. That the minutes of the Annual General Meeting held on March 30, 2023 be and are hereby approved.	_____	_____	_____
2. That the audited Financial Statements of the Company for the year ended March 31, 2023 together with the Auditors' Report thereon, be and are hereby received.	_____	_____	_____
3. (a) That the number of Directors be TEN.	_____	_____	_____
(b) That the following Directors being eligible be and are hereby appointed Directors until the next Annual General Meeting or until their appointment is terminated in accordance with the Bye-Laws:  Andrew Pereira C.A. Vincent Frith Dr. Wilbert Warner Bruce Wilkie Jacob C. Hocking Jonathan Gray Zane DeSilva Jason Cook	_____	_____	_____
(c) that the vacancy on the Board for TWO director and any other vacancy in their number left unfilled for any reason be filled at such time as the Board in its discretion shall determine.	_____	_____	_____
4. That the Directors be paid a fee of \$300.00 for every combined meeting of the Company and BERMUDA PAINT COMPANY LIMITED attended.	_____	_____	_____

	FOR	AGAINST	ABSTAIN
5. That the payment of an annual fiduciary fee of \$500 to the Directors (which is a combined fee for both the Company and BERMUDA PAINT COMPANY LIMITED) be approved.	_____	_____	_____
6. That the payment of a fee of \$300 to all Committee Members who attend a combined committee meeting of the Company and BERMUDA PAINT COMPANY LIMITED be approved.	_____	_____	_____
7. That KPMG be and are hereby appointed Auditors of the Company until the conclusion of the next Annual General Meeting at a fee to be agreed by the Directors.	_____	_____	_____
8. To ratify and confirm all and any action taken by the Directors and Officers of the Company, relative to the business of the Company, up to the date of this Meeting.	_____	_____	_____

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2024.

Signature \_\_\_\_\_

Witness: \_\_\_\_\_

NOTES

- (1) Please indicate how you wish your proxy to vote with an X in the spaces \_\_\_\_\_ above. If you do not do so, your proxy will abstain or vote for or against the resolution at his/her discretion.
- (2) To be valid, this Proxy form must be completed and deposited with Ide Murphy, Conyers Corporate Services (Bermuda) Limited (Secretary) of DEVONSHIRE INDUSTRIES LIMITED, 4th Floor Clarendon House, 2 Church Street, Hamilton, Bermuda no later than 12:00 noon on March 1, 2024 or by email to Ide.Murphy@conyers.com.
- (3) In the case of joint holders, this form may be signed by any one such holder.