

FOUNDATION OF HEARTS LIMITED (the “Company”)

FORM OF PROXY FOR ANNUAL GENERAL MEETING ON 19 DECEMBER 2018

Before completing this form, please read the explanatory notes below

I, (name)

of (address)

being a member of the Company appoint the Chairman of the meeting or (*see note 3*)

.....

as my proxy to attend, speak and vote on my behalf at the Annual General Meeting of the Company to be held on 19 December 2018 at 6.00 p.m. and at any adjournment of the meeting.

Signed **Dated**2018

Notes to the form of proxy

1. As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
2. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
3. A proxy does not need to be a member of the Company but must attend the meeting to represent you. To appoint as your proxy a person other than the Chairman of the meeting, insert their full name in the space provided, delete the reference to “*the Chairman of the meeting*” and initial that alteration. If you sign and return this proxy form with no name inserted, the Chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions.
4. The formal business of the meeting does not include any resolution on which voting instructions to the proxy may be given. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any matter which is put before the meeting or any adjournment thereof.
5. To appoint a proxy using this form, the form must be:
 - (i) Completed and signed;
 - (ii) Sent or delivered to the Company at Foundation of Hearts Limited, c/o Heart of Midlothian FC, Tynecastle Park, Gorgie Road, Edinburgh EH11 2NL; and

- (iii) Received by the Company no later than 6.00 p.m. on Monday, 17 December 2018.

As an alternative to (ii) above, an electronic version of the completed and signed form may be attached to an e-mail and sent to the Company at info@foundationofhearts.org.

- 6. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
- 7. In order to revoke a proxy instruction you will need to inform the Company by sending a signed hard copy notice to the address in note 5(ii) above or an e-mail to info@foundationofhearts.org, in each case clearly stating your intention to revoke your proxy appointment. The revocation notice must be received by the Company no later than 6.00 p.m. on Monday, 17 December 2018. If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to note 2 above, your proxy appointment will remain valid.
- 8. You may not use any electronic address provided in this proxy form to communicate with the Company for any purposes other than those expressly stated.

FOUNDATION OF HEARTS LIMITED

ATTENDANCE CARD FOR THE ANNUAL GENERAL MEETING

To be held at the Gorgie Suite, Tynecastle Park, Gorgie Road, Edinburgh EH11 2NL on Wednesday, 19 December 2018 at 6.00 p.m. If you or your proxy attend the meeting, please bring this card with you and, on arrival, hand it to a Company official.

Please complete

Name of Member	
E-mail address	