

# YUBBA CAPITAL CORP.

(the "Corporation")

## FORM OF PROXY ("PROXY")

Special Meeting  
November 18, 2021 at 10:00 a.m. EST  
217 Queen Street West, Ste 401,  
Toronto, ON M5V 0R2  
(the "Meeting")

**RECORD DATE:** October 18, 2021  
**CONTROL NUMBER:**  
**SEQUENCE #:**  
**FILING DEADLINE FOR PROXY:** November 16, 2021 at 10:00 a.m. EST

VOTING METHOD	
<b>INTERNET</b>	Go to <a href="http://www.voteproxyonline.com">www.voteproxyonline.com</a> and enter the 12 digit control number above
<b>FACSIMILE</b>	416-595-9593
<b>MAIL</b>	TSX Trust Company 301 - 100 Adelaide Street West Toronto, Ontario, M5H 4H1

The undersigned hereby appoints **Brian Morales**, whom failing **Jason Smart** (the "Management Nominees"), or instead of any of them, the following Appointee

*Please print appointee name*

as proxyholder on behalf of the undersigned with the power of substitution to attend, act and vote for and on behalf of the undersigned in respect of all matters that may properly come before the Meeting and at any adjournment(s) or postponement(s) thereof, to the same extent and with the same power as if the undersigned were personally present at the said Meeting or such adjournment(s) or postponement(s) thereof in accordance with voting instructions, if any, provided below.

**- SEE VOTING GUIDELINES ON REVERSE -**

### RESOLUTIONS – MANAGEMENT VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED** TEXT ABOVE THE BOXES

#### 1. Name Change

To consider and, if deemed appropriate, to pass, with or without variation, a special resolution approving the amendment of the articles of the Corporation to change the name of the Corporation to "Fat Llama Corporation", or such other similar name as may be determined by the Corporation and Ruckify Inc. ("Ruckify") in connection with the Corporation's proposed qualifying transaction with Ruckify (the "Ruckify Transaction"), as more fully described in the management information circular dated October 21, 2021 (the "Management Information Circular").

**FOR**  **AGAINST**

#### 2. Consolidation

To consider and, if deemed appropriate, to pass, with or without variation, a special resolution approving an amendment to the articles of the Corporation to reflect the consolidation of the issued and outstanding common shares in the capital of the Corporation (the "Common Shares") on the basis of one post-consolidation Common Share for every 7.598 pre-consolidation Common Shares, as more fully described in the Management Information Circular.

**FOR**  **AGAINST**

#### 3. Current Slate of Directors

Prior to the completion of the Ruckify Transaction, to elect the directors of the Corporation to serve from the close of the Meeting (the "Current Slate") until the earlier of: (i) the close of the next annual meeting of shareholders of the Corporation; (ii) the time of completion of the Ruckify Transaction (the "Change of Board Time"), as more fully described in the Management Information Circular.

**FOR**  **WITHHOLD**

- a) Jason Smart
- b) Brian Morales
- c) Edward (Ted) Yew

#### 4. Change of Board

Upon successful completion of the Ruckify Transaction, to elect the directors of the Corporation to serve from the Change of Board Time until the close of the next annual meeting of shareholders of the Corporation or until their successors are elected or appointed.

**FOR**  **WITHHOLD**

- a) Bruce Linton
- b) Joseph Mimran
- c) Charles Englander
- d) Rose Dallas
- e) Reena Bhatt

#### 5. New Stock Option Plan

To consider and, if deemed appropriate, to approve and confirm, with or without variation, by ordinary resolution, a new stock option plan to be adopted by the Corporation upon completion of the Ruckify Transaction.

**FOR**  **AGAINST**

This proxy revokes and supersedes all earlier dated proxies and **MUST BE SIGNED**

PLEASE PRINT NAME

Signature of registered owner(s)

Date (MM/DD/YYYY)

## Proxy Voting – Guidelines and Conditions

1. **THIS PROXY IS SOLICITED BY MANAGEMENT OF THE CORPORATION.**
2. **THIS PROXY SHOULD BE READ IN CONJUNCTION WITH THE MEETING MATERIALS PRIOR TO VOTING.**
3. **If you appoint the Management Nominees to vote your securities, they will vote in accordance with your instructions or, if no instructions are given, in accordance with the Management Voting Recommendations highlighted for each Resolution on the reverse. If you appoint someone else to vote your securities, they will also vote in accordance with your instructions or, if no instructions are given, as they in their discretion choose.**
4. This proxy confers discretionary authority on the person named to vote in his or her discretion with respect to amendments or variations to the matters identified in the Notice of the Meeting accompanying the proxy or such other matters which may properly come before the Meeting or any adjournment or postponement thereof.
5. **Each security holder has the right to appoint a person other than the Management Nominees specified herein to represent them at the Meeting or any adjournment or postponement thereof.** Such right may be exercised by inserting in the space labeled “*Please print appointee name*”, the name of the person to be appointed, who need not be a security holder of the Corporation.
6. To be valid, this proxy must be signed. Please date the proxy. If the proxy is not dated, it is deemed to bear the date of its mailing to the security holders of the Corporation.
7. To be valid, this proxy must be filed using one of the **Voting Methods** and *must be received by TSX Trust Company* before the **Filing Deadline for Proxies**, noted on the reverse or in the case of any adjournment or postponement of the Meeting not less than 48 hours (Saturdays, Sundays and holidays excepted) before the time of the adjourned or postponed meeting. Late proxies may be accepted or rejected by the Chairman of the Meeting in his discretion, and the Chairman is under no obligation to accept or reject any particular late proxy.
8. If the security holder is a corporation, the proxy must be executed by an officer or attorney thereof duly authorized, and the security holder may be required to provide documentation evidencing the signatory’s power to sign the proxy.
9. Guidelines for proper execution of the proxy are available at [www.stac.ca](http://www.stac.ca). Please refer to the Proxy Protocol.

## Investor inSite

TSX Trust Company offers at no cost to security holders, the convenience of secure 24-hour access to all data relating to their account including summary of holdings, transaction history, and links to valuable security holder forms and Frequently Asked Questions.

To register, please visit  
[www.tsxtrust.com/investorinsite](http://www.tsxtrust.com/investorinsite)

Click on, “*Register*” and complete the registration form. Call us toll free at 1-866-600-5869 with any questions.