FREQUENCY EXCHANGE CORP.

(the "Company")

FORM OF PROXY

Annual General Meeting to be held on Wednesday, November 13, 2024 at 10 a.m. (PST)
Suite 2050, 1055 West Georgia Street
Vancouver, BC V6E 3P3
(the "Meeting")
Proxies must be received by 10:00 a.m. (PST) on Monday, November 11, 2024

VOTING METHOD	
INTERNET	Go to **https://css.olympiatrust.com/pxlogin** and enter the 12-digit control number shown on reverse.
EMAIL	proxy@olympiatrust.com
FACSIMILE	(403) 668-8307
MAIL	Olympia Trust Company PO Box 128, STN M Calgary, AB T2P 2H6 Attn: Proxy Dept.

The undersigned hereby appoints **HARI VARSHNEY, CHIEF FINANCIAL OFFICER, SECRETARY AND DIRECTOR** of the Company, or failing him, **STEPHEN DAVIS, CHIEF EXECUTIVE OFFICER, PRESIDENT AND DIRECTOR** of the Company, or failing him, **NICOLE SULLIVAN, DIRECTOR of the Company** (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, in accordance with voting instructions, if any, provided below.

- SEE VOTING GUIDELINES ON REVERSE -

RESOLUTIONS – MANAGEMENT VOTING RECOMMENDATIONS ARE INDICATED BY **HIGHLIGHTED** TEXT

1. Number of Directors	**FOR**	**AGAINST**
To set the number of directors to be elected at the Meeting at five (5).	c	c

2. Election of Directors	**FOR**	**WITHHOLD**
a) Stephen Davis	c	c
b) Hari Varshney	c	c
c) Bradley Aelicks	c	c
d) Keith Pyne	c	c
e) Nicole Sullivan	c	c

3. Appointment of Auditors	**FOR**	**WITHHOLD**
Appointment of MNP LLP, Chartered Professional Accountants as Auditors of the Company for the ensuing year and authorizing the Directors to fix their remuneration.	c	c

4. Stock Option Plan	**FOR**	**AGAINST**
To approve by ordinary resolution, the adoption of the Company's 2024 Stock Option Plan, as more particularly set out in the accompanying Information Circular.	c	c

5. Other Business	**FOR**	**AGAINST**
To transact any other business that may properly come before the meeting and any adjournment thereof.	c	c

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)*