



Appointment of Proxyholder

I/We, being holder(s) of common shares of Holloway Lodging Corporation (the "Company"), hereby appoint Paola Calce, General Counsel and Corporate Secretary of the Company or failing her, Dustin Haw, Director of the Company, or instead of either of them

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. **This Proxy is solicited on behalf of management of the Company ("Management"). If no voting instructions are indicated above, this Proxy will be voted FOR a matter by the above listed Management's appointees or, if you appoint another proxyholder, as that other proxyholder sees fit. On any amendments or variations proposed or any new business properly submitted before the Meeting, I/We authorize you to vote as you see fit.**

Print the name of the person you are appointing if this person is someone other than the individuals listed above

Signature(s) _____ Date

as proxy of the undersigned, to attend, act and vote on behalf of the undersigned in accordance with the below direction (or if no directions have been given, as the proxy sees fit) on the following matter and any other matter that may properly come before the special meeting of shareholders of the Company to be held at 10:00 a.m. (Eastern Daylight Time) on September 25, 2019, at the offices of Bennett Jones LLP, 3400 One First Canadian Place, Toronto, Ontario, M5X 1A4 (the "Meeting"), and at any and all adjournments or postponements thereof in the same manner, to the same extent and with the same powers as if the undersigned were personally present, with full power of substitution.

Please sign exactly as your name(s) appear on this Proxy. Please see reverse for instructions. All proxies must be received by 10:00 a.m. (Eastern Daylight Time) on September 23, 2019.

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 persons who names are printed herein, please insert the name of your chosen proxy holder in the space provided above.

Please use a dark black pencil or pen.

1. Arrangement Resolution *FOR* *AGAINST*

A special resolution, the full text of which is set forth in Schedule "A" to the management proxy circular of the Company dated August 23, 2019 (the "Circular"), approving an arrangement pursuant to section 182 of the *Business Corporations Act* (Ontario) to effect, among other things, the acquisition by Clarke Inc. of all the outstanding common shares of the Company, all as more particularly described in the Circular.

Proxy Form – Special Meeting of Shareholders of Holloway Lodging Corporation to be held on September 25, 2019

How to Vote

Notes to Proxy

1. This Proxy must be signed by a holder or his or her attorney duly authorized in writing. If you are an individual, please sign exactly as your name appears on this Proxy. If the holder is a corporation, a duly authorized officer or attorney of the corporation must sign this Proxy, and if the corporation has a corporate seal, its corporate seal should be affixed.
2. If the securities are registered in the name of an executor, administrator or trustee, please sign exactly as your name appears on this Proxy. If the securities are registered in the name of a deceased or other holder, the Proxy must be signed by the legal representative with his or her name printed below his or her signature, and evidence of authority to sign on behalf of the deceased or other holder must be attached to this Proxy.
3. Some holders may own securities as both a registered and a beneficial holder; in which case you may receive more than one Circular and will need to vote separately as a registered and beneficial holder. Beneficial holders may be forwarded either a form of Proxy already signed by the intermediary or a voting instruction form to allow them to direct the voting of securities they beneficially own. Beneficial holders should follow instructions for voting conveyed to them by their intermediaries.
4. If a security is held by two or more individuals, any one of them present or represented by proxy at the Meeting may, in the absence of the other or others, vote at the Meeting. However, if one or more of them are present or represented by proxy, they must vote together the number of securities indicated on the Proxy.

All holders should refer to the Circular for further information regarding completion and use of this Proxy and other information pertaining to the Meeting.



INTERNET

- Go to <https://astvotemyproxy.com>
- Cast your vote online
- View Meeting documents

TELEPHONE

Use any touch-tone phone, call toll free in Canada and United States **1-888-489-5760** and follow the voice instructions

To vote using your smartphone, please scan this QR Code →



To vote by telephone or Internet you will need your control number. If you vote by Internet or telephone, do not return this Proxy.

MAIL, FAX or EMAIL

- Complete and return your signed Proxy in the envelope provided or send to:

AST Trust Company (Canada)
P.O. Box 721
Agincourt, ON M1S 0A1
- You may alternatively fax your Proxy to 416-368-2502 or toll free in Canada and United States to 1-866-781-3111 or scan and email to proxyvote@astfinancial.com.

An undated proxy is deemed to be dated on the day it was received by AST Trust Company (Canada).

All proxies must be received by 10:00 a.m. (Eastern Daylight Time) on September 23, 2019.