



PROXY FORM

THIRTEENTH ANNUAL GENERAL MEETING BELIZE TELEMEDIA LIMITED

I, _____ of _____ am the registered
holder of _____ ordinary shares and I appoint _____ of
_____ to be my proxy to vote on my behalf at the Annual General

Meeting of Belize Telemedia Limited to be held on the 21st Day of November 2019, and at any adjournment thereof.

Signature of Shareholder

NOTES

1. The Board of Directors is presently comprised of eight persons appointed as follows:
 - (1) One Director appointed by the Special Shareholder.
 - (2) Three Directors appointed by the Government of Belize.
 - (3) Three Directors appointed by the Social Security Board.
 - (4) One Publicly Elected Director.
2. Article 92 provides for the Small Shareholders to elect one director to the Board of Directors.
3. Any small shareholder may nominate a natural person to be appointed as the Publicly Elected Director in accordance with Article 92 & 93. Shareholders must comply with the provisions of the Articles when making any such nomination.
4. If as a Small Shareholder you wish to nominate a natural person for election to the Board of Directors as the Publicly Elected Director, Articles 92 and 93 require that you must deliver to the registered office of Belize Telemedia Limited at the Esquivel Telecom Center, a notice in writing naming the natural person you intend to nominate, signed by you **and** by the person you intend to nominate showing his or her willingness to be elected. This notice must be delivered to the office **not less than seven days** before the date appointed for the Annual General Meeting.

PROXY

5. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his stead. A proxy need not be a member of the company.
 6. When voting by a show of hands, every member who is present in person shall have one vote, and on a poll every member who is present in person or by proxy shall have one vote for each ordinary share he owns.
 7. A proxy holder cannot vote on a show of hands, but can speak at the meeting, demand a poll and vote on a poll.
 8. The instrument appointing a proxy shall be in writing signed by the appointer. If the appointer is a company, then it must be given under the seal of that company or by an officer or attorney duly authorized.
 9. A proxy must be delivered to the registered office of the company at the Esquivel Telecom Centre on St. Thomas Street, Belize City, **no later than 48 hours before the date of the meeting**. A specimen proxy form is included. **Proxies not in the proper form will not be accepted by the Company. You are required by law to put a 0.15c postage stamp on your proxy form.**
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10. Any corporation may authorize a person to act as its representative at the meeting and that corporation is authorized to vote for its representative.
 11. Where shares are jointly held, only the first person named on the Register of Members can vote. Please wear on your wrist the tag provided by the company for the purpose of identification. Only the person wearing the name tag will be allowed to vote.
 12. At an Annual General Meeting, only the resolutions of which the company has given notice may be dealt with.
 13. Any member who wishes to ask detailed questions on the Financial Statements is kindly asked to submit these questions in writing, addressed to the Executive Chairman, at least seven days before the meeting
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