



THIS IS NOT A PROXY SOLICITATION

VOTING BALLOT/PROXY

Please mark as applicable:

- ☐ **Vote by Ballot:** The undersigned stockholder of DFNN, Inc. casts his/her vote on the agenda items for the Annual Stockholders’ Meeting on July 30, 2020
- ☐ **Vote by Proxy:** The undersigned stockholder of DFNN, Inc. hereby appoints _____, or in his/her absence, the *Chairman of the meeting*, as attorney-in-fact and proxy, to represent and vote all shares registered in the name of undersigned stockholder, at the Annual Meeting of Stockholders on July 30, 2020 and any of its adjournment(s).

Agenda Item	Matter	Yes	No	Abstain
4	The approval of the minutes of the previous Annual Stockholders’ Meeting held on August 30, 2019			
5	The approval of the Annual Report and Audited Financial Statements as of December 31, 2019			
6	The approval / ratification of the acts, contracts, investments, and resolutions of the Board of Directors and Management of DFNN since the Annual Meeting of Stockholders held on August 30, 2019			
7	Election of members of the Board of Directors	No. of Votes in Favor		No. of Votes Against
	1. Ramon C. Garcia, Jr.			
	2. Calvin Lim			
	3. Jean Henri D. Lhuillier			
	4. Marco Antonio R. Urera*			
	5. James Beltran*			
	6. Jonathan Leong			
	7. Eric Francis P. Ongkauko			
	8. Edwin B. Villanueva			
	9. Brandon C. Chan			
	10. Franchette M. Acosta			
	11. Charles Hwang			
	<i>*as independent director</i>			
8	Appointment of External Auditor, SyCip Gorres Velayo & Co.			

Signed this ____ day of ____ 2020.

PRINTED NAME OF STOCKHOLDER

SIGNATURE OF STOCKHOLDER/
NAME AND SIGNATURE OF AUTHORIZED REPRESENTATIVE

Total No. of Shares Owned/Held

***Where a representative will sign on behalf of a stockholder, this ballot/proxy must be submitted together with a duly executed Special/General Power of Attorney showing the authority of the signatory to sign on behalf of the stockholder. For a corporate stockholder, this ballot/proxy must be accompanied by its Corporate Secretary’s certification, certifying to the representative’s authority to represent the stockholder and sign on behalf of the stockholder. This ballot/proxy should be received by the Corporate Secretary on or before July 20, 2020.**

THIS BALLOT/ PROXY, WHEN PROPERLY EXECUTED, WILL BE VOTED IN THE MANNER AS DIRECTED HEREIN BY THE STOCKHOLDER(S). IF NO SPECIFIC DIRECTION IS MADE REGARDING THE ELECTION OF ALL OF THE NOMINEES, THIS PROXY WILL BE VOTED IN FAVOR OF THE ELECTION OF ALL NOMINEES. IF NO DIRECTION IS MADE FOR ANY OF THE OTHER AGENDA ITEMS, THIS PROXY WILL BE VOTED FOR THE APPROVAL OF THE RELEVANT MATTER STATED AND FOR SUCH OTHER MATTERS AS MAY PROPERLY COME BEFORE THE MEETING IN THE MANNER DESCRIBED IN THE INFORMATION STATEMENT AND/OR AS RECOMMENDED BY MANAGEMENT OR THE BOARD OF DIRECTORS.

A stockholder voting by proxy has the power to revoke the proxy at least FIVE (5) days before the meeting. Notarization of this ballot/proxy is not required.