

ANNUAL MEETING OF SHAREHOLDERS OF  
**MERITAGE HOSPITALITY GROUP, INC.**

May 17, 2016

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**NOTICE OF INTERNET AVAILABILITY OF PROXY MATERIAL:**

The Notice of Meeting, proxy statement and proxy card are available at [www.meritagehospitality.com](http://www.meritagehospitality.com)

Please sign, date and mail your proxy card in the envelope provided as soon as possible.

↓ Please detach along perforated line and mail in the envelope provided. ↓

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THE BOARD RECOMMENDS A VOTE FOR THE ELECTION OF EACH OF THE NOMINEES FOR DIRECTOR.  
PLEASE SIGN, DATE AND RETURN PROMPTLY IN THE ENCLOSED ENVELOPE. PLEASE MARK YOUR VOTE IN BLUE OR BLACK INK AS SHOWN HERE

1. Election of six directors to serve for a term of one year:

FOR ALL NOMINEES

WITHHOLD AUTHORITY FOR ALL NOMINEES

FOR ALL EXCEPT (See instructions below)

**NOMINEES:**

- James P. Bishop
- Duane F. Kluting
- Joseph L. Maggini
- Robert E. Schermer, Sr.
- Robert E. Schermer, Jr.
- Peter D. Wierenga

2. To transact such other business as may properly come before the meeting or any adjournment thereof.

All Proxy Cards properly signed will, unless a different choice is indicated, be a vote "FOR" the election of all nominees for director proposed by the Board of Directors. If any other matters come before the Annual Meeting or any postponement or adjournments thereof, each proxy will be voted in the discretion of the individual named as proxy.

**INSTRUCTIONS:** To withhold authority to vote for any individual nominee(s), mark "FOR ALL EXCEPT" and fill in the circle next to each nominee you wish to withhold, as shown here: ●

To change the address on your account, please check the box at right and indicate your new address in the address space above. Please note that changes to the registered name(s) on the account may not be submitted via this method.

Signature of Shareholder

Date:

Signature of Shareholder

Date:

**Note:** Please sign exactly as your name or names appear on this Proxy. When shares are held jointly, each holder should sign. When signing as executor, administrator, attorney, trustee or guardian, please give full title as such. If the signer is a corporation, please sign full corporate name by duly authorized officer, giving full title as such. If signer is a partnership, please sign in partnership name by authorized person.

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**MERITAGE HOSPITALITY GROUP, INC.**

**3310 Eagle Park Drive NE, Suite 205**

**Grand Rapids, MI 49525**

**Proxy for Annual Meeting of Shareholders on May 17, 2016**

**Solicited on Behalf of the Board of Directors**

The undersigned hereby appoints Robert E. Schermer, Sr., and Robert E. Schermer, Jr., and each of them, with full power of substitution and power to act alone, as proxies to vote all the shares of Common Stock which the undersigned would be entitled to vote if personally present and acting at the Annual Meeting of Shareholders of Meritage Hospitality Group, Inc., to be held at 8:30 a.m. Eastern Daylight Time on Tuesday, May 17, 2016, at The Wheelhouse located at 67 Ottawa SW, Grand Rapids, MI 49503, and at any adjournments or postponements thereof, as follows:

**(Continued and to be signed on the reverse side.)**