

BLUE PROXY CARD

**NOBLE ROMAN’S, INC.
2023 ANNUAL MEETING OF STOCKHOLDERS
THIS PROXY IS SOLICITED ON BEHALF OF BT BRANDS AND GARY COPPERUD (THE
“PROPONENTS”)
THE BOARD OF DIRECTORS OF NOBLE ROMAN’S, INC. IS NOT SOLICITING THIS PROXY**

P R O X Y

The undersigned appoints Gary Copperud, Kenneth Brimmer, and John Grau, and each of them, as attorneys and agents with full power of substitution to vote all shares of Common Stock (the “Common Stock”) of Noble Roman’s, Inc. (the “Company”) which the undersigned would be entitled to vote if personally present at the 2023 annual meeting of shareholders of the Company scheduled to be held on Thursday, July 6, 2023, at 10:30 a.m. EDT, Conference Room at Heritage Park at 6612 E. 75th Street, Indianapolis, Indiana 46250 (including any adjournments or postponements thereof and any meeting called in lieu thereof, the “Annual Meeting”).

The undersigned hereby revokes any other proxy or proxies heretofore given to vote or act with respect to the shares of Common Stock of the Company held by the undersigned, and hereby ratifies and confirms all action the herein named attorneys and proxies, their substitutes, or any of them may lawfully take by virtue hereof. If properly executed, this Proxy will be voted as directed on the reverse and in the discretion of the herein named attorneys and proxies or their substitutes with respect to any other matters as may properly come before the Annual Meeting that are unknown to the Proponent a reasonable time before this solicitation.

THIS PROXY WILL BE VOTED AS DIRECTED. IF NO DIRECTION IS INDICATED WITH RESPECT TO THE PROPOSALS ON THE REVERSE, THIS PROXY WILL BE VOTED “FOR” THE NOMINEE OF THE PROPONENTS (THE “PROPONENTS’ NOMINEE”).

This Proxy will be valid until the completion of the Annual Meeting. This Proxy will only be valid in connection with the Proponent’s solicitation of proxies for the Annual Meeting.

**Important Notice Regarding the Availability of Proxy Materials for the Annual Meeting:
This Proxy Statement and our BLUE proxy card are available at www.icomproxy.com/NROM.**

BLUE VOTING FORM

**IMPORTANT: PLEASE SIGN, DATE, AND MAIL THIS PROXY CARD PROMPTLY!
CONTINUED AND TO BE SIGNED ON REVERSE SIDE**

BLUE PROXY CARD

Please mark vote as in this example

THE PROPONENTS STRONGLY RECOMMEND THAT STOCKHOLDERS VOTE “FOR” THE PROPONENTS’ NOMINEE AND NOT TO VOTE “FOR” THE COMPANY NOMINEE LISTED BELOW IN PROPOSAL 1.

YOU MAY SUBMIT VOTES “FOR” ONLY ONE NOMINEE. IF YOU MARK MORE THAN ONE “FOR” BOX WITH RESPECT TO THE ELECTION OF DIRECTORS, YOUR VOTE FOR THE ELECTION OF DIRECTORS WILL BE DEEMED INVALID. A “WITHHOLD” VOTE ON ANY NOMINEE WILL NOT BE COUNTED AS A “FOR” VOTE.

Shares of Common Stock represented by properly executed BLUE proxy cards will be voted at the Annual Meeting as marked and, in the absence of specific instructions, will be voted FOR the election of the Proponents’ Nominee; will be voted to ABSTAIN regarding the advisory resolution to approve the compensation of the Company’s named executive officers; and will be voted in the discretion of the persons named as proxies on all other matters as may properly come before the Annual Meeting.

- 1. Proposal to Elect Directors. Vote “FOR” only ONE of the nominees. If you vote “FOR” more than one nominee, your vote on Proposal 1 will be considered invalid and will not be counted.**

The Proponents’ Nominee:

The Proponents recommend that you vote “FOR” for the following Proponent Nominee:

	FOR	WITHHOLD
Gary Copperud	<input type="checkbox"/>	<input type="checkbox"/>

Company Nominee OPPOSED by the Proponents:

The Proponents recommend that you do NOT vote for the following Company nominee:

	FOR	WITHHOLD
A. Scott Mobley	<input type="checkbox"/>	<input type="checkbox"/>

The Proponents do not expect that their nominee will be unable to stand for election, but, in the event that the Proponents’ Nominee is unable to serve or for good cause will not serve, the shares of Common Stock represented by this proxy card and marked to vote “**FOR**” the Proponents’ Nominee, or if the card is signed and returned and no direction is indicated, will be voted for substitute nominee(s), to the extent this is not prohibited under the Company’s organizational documents and applicable law. In addition, the Proponents have reserved the right to nominate substitute person(s) if the Company makes or announces any changes to its organizational documents or takes or announces any other action that has, or if consummated would have, the effect of disqualifying any nominee, to the extent this is not prohibited under the Company’s organizational documents and applicable law. In any such case, shares of Common Stock represented by this proxy card and marked to vote “**FOR**” the Proponents’ Nominee, or if the card is signed and returned and no direction is indicated, will be voted for such substitute nominee(s).

THE PROPONENTS INTEND TO USE THIS PROXY TO VOTE “**FOR**” THE PROPONENTS’ NOMINEE, GARY COPPERUD.

THE PROPONENTS MAKE NO RECOMMENDATION WITH RESPECT TO PROPOSAL 2.

- 2. Approve on an advisory basis the compensation of the Company’s named executive officers as disclosed in the Proxy Statement pursuant to Item 402 of Regulation S-K:**

FOR

AGAINST

ABSTAIN

IN ORDER FOR YOUR PROXY TO BE VALID, IT MUST BE DATED.

DATED: _____

(Signature)

(Signature, if held jointly)

(Title)

WHEN SHARES ARE HELD JOINTLY, JOINT OWNERS SHOULD EACH SIGN. EXECUTORS, ADMINISTRATORS, TRUSTEES, ETC., SHOULD INDICATE THE CAPACITY IN WHICH THEY ARE SIGNING. PLEASE SIGN EXACTLY AS NAME APPEARS ON THIS PROXY.