

## Form of Proxy

You may appoint a proxy at [uk.investorcentre.mpms.mufg.com](https://uk.investorcentre.mpms.mufg.com) instead of using this form.

Account Name:	IVC:
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For guidance on how to complete this Form of Proxy please refer to the Notice of Meeting on the Company's website.

I/We being (a) member/members hereby appoint the Chairman of the meeting/the following person:

Name of proxy (if not the Chairman of the meeting):	
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Number of ordinary shares appointed over: (if less than your full voting entitlement)	
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as my/our proxy, to attend, speak and vote on my/our behalf at the meeting of the Company and at any adjournment thereof.

Please put an 'X' in the box opposite if this proxy appointment is one of multiple appointments being made: ☐

Please indicate with an 'X' below how you would like your proxy to vote on your behalf on the resolutions.

Resolutions	For	Against	Withheld
1. To receive the Company's accounts for the financial year ended 30 June 2025, together with the Directors' reports and the independent auditor's report on those accounts.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To approve the Directors' Remuneration Report for the financial year ended 30 June 2025 (other than the summary of the Directors' Remuneration Policy included in the Directors' Remuneration Report).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To declare a final dividend of 3.0 pence per ordinary share in respect of the financial year ended 30 June 2025.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-appoint Jeffrey (Jeff) Nodland as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-appoint Christopher (Chris) Smith as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-appoint Mark Strickland as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-appoint Elizabeth (Liz) McMeikan as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-appoint Alastair Murray as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. To re-appoint Regi Aalstad as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To re-appoint PricewaterhouseCoopers LLP as auditor of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To authorise the Audit and Risk Committee of the Board of Directors to determine the auditor's remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. That the Company and all companies which are its subsidiaries during such period are authorised to make political donations (see notice).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. That the Directors are authorised to allot shares in the Company and to grant rights to subscribe for or convert any security into such shares (see notice).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. That, subject to Resolution 13, the Directors are empowered to allot equity securities for cash as if section 561 of the Companies Act 2006 did not apply (see notice).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15. That the Company be authorised to make market purchases of ordinary shares in its capital (see notice).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. That a general meeting of the Company (other than an Annual General Meeting) may be called on not less than 14 clear days' notice.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
17. That in relation to certain dividends and certain loans, amongst other things, certain claims which the Company may have be waived and released (see notice).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

If you intend attending the meeting in person please place a 'X' in the box opposite ☐

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

**Please send this Form of Proxy in an envelope to FREEPOST PXS 1. Shareholders outside the United Kingdom should send this Form of Proxy to MUFG Corporate Markets, PXS 1, Central Square, 29 Wellington Street, Leeds, LS1 4DL, United Kingdom.**

1. To appoint as a proxy a person other than the Chairman of the meeting insert their full name in the space provided. To appoint more than one proxy, (an) additional proxy form(s) may be obtained by contacting MUFG Corporate Markets, the Registrar, or you may photocopy this form. If you appoint more than one proxy, each proxy must be appointed to exercise the rights attached to a different share or shares held by you. Please indicate in the box next to the proxy's name the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and dated and should be returned together in the same envelope. A proxy need not be a member of the Company. Completion and return of the Form of Proxy will not preclude you from attending and voting in person at the AGM (or adjourned AGM) if you wish to do so.
2. Any alterations made to this Form of Proxy should be initialled.
3. Unless otherwise indicated on the Form of Proxy, CREST, Proxymity or any other electronic voting instruction, the proxy will vote as they think fit or, at their discretion, withhold from voting.
4. This Form of Proxy must arrive not later than the voting deadline specified in the Notice of Meeting during usual business hours accompanied by any power of attorney under which it is executed (if applicable). Please return the Form of Proxy to the Registrar in an envelope addressed to FREEPOST PXS 1. Please note that delivery using this service can take up to five business days. Shareholders outside the United Kingdom should send this Form of Proxy to MUFG Corporate Markets, PXS 1, Central Square, 29 Wellington Street, Leeds, LS1 4DL, United Kingdom.
5. A corporation must execute the Form of Proxy under either its common seal or the hand of a duly appointed officer or attorney.
6. The Form of Proxy is for use in respect of the shareholder account specified overleaf only and should not be amended or submitted in respect of a different account.
7. The 'Vote Withheld' option is to enable you to abstain on any particular resolution. Such a vote is not a vote in law and will not be counted in the votes 'For' and 'Against' a resolution.
8. Ordinary shares held in uncertificated form (i.e. in CREST) may be voted through the CREST Proxy Voting Service in accordance with the procedures set out in the CREST manual. If you are an institutional investor, you may also be able to appoint a proxy electronically via the Proxymity platform, a process which has been agreed by the Company and approved by the Registrar. For further information regarding Proxymity, please go to [www.proxymity.io](http://www.proxymity.io). Ordinary shareholders wishing to vote online should log on to the Investor Centre app or visit <https://uk.investorcentre.mpms.mufg.com/> and follow the instructions.
9. In the case of joint holders, the signature of only one of the joint holders is required but, if more than one votes, the vote of the first named on the Company's Register of Members will be accepted to the exclusion of the other joint holders.
10. Entitlement to attend and vote at the meeting and the number of votes which may be cast at the meeting will be determined by reference to the Register of Members of the Company at close of business on the day that is two days before the meeting date (excluding non-working days), or, if the meeting is adjourned, by the time which is not more than 48 hours (excluding non-working days) before the time of the adjourned meeting. Changes to entries on the Company's Register of Members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting. The right to attend and vote at the meeting is subject to the Company's articles of association.
11. If more than one Form of Proxy is returned, either by paper or electronic communication, the proxy received last by the Registrar before the latest time for the receipt of proxies (as set out in note 4) will take precedence.
12. If you have any questions about completing this form, please contact the Registrar by email at [shareholderenquiries@cm.mpms.mufg.com](mailto:shareholderenquiries@cm.mpms.mufg.com) or call them on Freephone 0371 664 0300 if calling from the UK or on +44 (0) 371 664 0300 if calling from outside of the UK. Lines are open 9:00 am to 5:30pm Monday to Friday.