



Form of Proxy for use at the Annual General Meeting on 10 February 2021

Please read the explanatory notes overleaf before completing this form.

You may submit your votes electronically using the below numbers at [www.sharevote.co.uk](http://www.sharevote.co.uk)

+	Voting ID	Task ID	Shareholder Reference	+
	<input style="width: 100%;" type="text"/>	<input style="width: 100%;" type="text"/>	<input style="width: 100%;" type="text"/>	

I/we the undersigned being a member/members of the Company hereby appoint the Chairman of the meeting or (see Note 1)

Number of shares (see Notes 3 and 4)

as my/our proxy to attend, vote and speak for me/us on my/our behalf at the Annual General Meeting of the Company to be held on 10 February 2021 at 12 noon at Birchwood House, Dalby Way, Coulby Newham, Middlesbrough TS8 0TW, and at any adjournment thereof.

Please indicate here with an X if this Form of Proxy is one of multiple instructions being given (see Note 3).

I/we direct my/our proxy to vote on the resolutions set out in the notice convening the Annual General Meeting as follows (see Note 2):

**Ordinary Resolutions:**

1. To receive and adopt the financial statements for the period ended 30 September 2020 together with the Directors' report and the auditor's report thereon.
2. To approve the directors' remuneration report for the year to 30 September 2020
3. To re-appoint as a director Mr A D Meehan.
4. To re-appoint as a director Mr P E Kenyon.
5. To re-appoint as a director Mr M A Clyburn.
6. To re-appoint as a director Mr S E Herrick.
7. To re-appoint as a director Mr S J Smith.
8. To re-appoint Ernst & Young LLP as auditors.
9. To authorise the directors to fix the remuneration of the auditors.
10. To authorise the directors to allot equity securities.

	For	Against	Withheld (See note 5)
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**Special Resolution:**

11. To disapply the statutory pre-emption rights over equity shares up to a value of 5% of the issued ordinary share capital and in respect of share option schemes and arrangements.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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Signature	Date
<input style="width: 100%; height: 40px;" type="text"/>	<input style="width: 100%; height: 40px;" type="text"/>

To be valid, the Form of Proxy and any additional Forms of Proxy must be lodged with Equiniti, Aspect House, Spencer Road, Lancing, BN99 6DA by 12 noon on 8 February 2021.

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Unfortunately the AGM will be a closed meeting due to COVID-19 restrictions and admittance will not be allowed.



Shareholder Reference Number

**Notes:**

1. You can only appoint the Chairman of the meeting as your proxy due to COVID-19 restrictions and a closed meeting being held.
2. To direct your proxy how to vote on the resolutions, please mark the appropriate box with an X. Except as otherwise indicated your proxy may vote or abstain from voting as he/she sees fit.
3. You are advised to read the terms and conditions of use carefully. A stamp is not required if posted in the UK or the Channel Islands. To be valid, all Forms of Proxy and additional Forms of Proxy must be signed and should be returned to Equiniti, Aspect House, Spencer Road, LANCING, BN99 6DA so as to be received no later than 12 noon on 8 February 2021.
4. If no number of shares is entered, the proxy will be authorised to act on your behalf in relation to your entire shareholding in the Company.
5. The vote withheld option is provided to enable you to abstain on any particular resolution. It should be noted that a vote withheld is not a vote in law and will not be counted in the calculation of votes For or Against a resolution. If no voting indication is given, your proxy will vote or abstain from voting at his discretion.
6. Only one of the joint holders need sign. If more than one joint holder tenders a vote in person or by proxy, the vote of the person whose name stands first in the register will be accepted to the exclusion of the votes of the other joint holders.
7. CREST members who wish to appoint a proxy or proxies by using the CREST electronic appointment service may do so by using the procedures described in the CREST manual [www.euroclear.com](http://www.euroclear.com). To be valid, the appropriate CREST message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instructions given to a previously appointed proxy, must be transmitted so as to be received by our agent Equiniti ID RA19 no later than 12 noon on 8 February 2021. Please see the notes to the notice of meeting for further information on proxy appointments through the CREST facility.
8. You may not use any electronic address provided in this Form of Proxy to communicate with the Company for any purposes other than those expressly stated.



Freeport RTHJ-CLLL-KBKU  
Equiniti  
Aspect House  
Spencer Road  
LANCING  
BN99 8LU

2

