



FORM OF PROXY

I/We (Block Letters)
ofand entitled to vote, hereby appoint the
Chairman, oras my/our proxy to vote on my/our behalf at the
General Meeting of the Company to be held at 56 Queen Anne Street, London, W1G 8LA on 2 August
2021 at 11 a.m. and at any adjournment thereof.

I/We direct that my/our vote(s) be cast on the Resolution as indicated by an **X** in the appropriate box.

RESOLUTIONS	<i>For</i>	<i>Against</i>	<i>Withheld</i>
1. Ordinary resolution to approve the Acquisition	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Special resolution to approve the allotment of the Placing Shares and Consideration Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Special resolution to approve the allotment of the Retail Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Special resolution to grant additional authorities to the Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Ordinary resolution to approve the adoption of the LTIP	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SIGNATURE **DATE**

Notes:

- (1) A member entitled to attend, speak and vote is entitled to appoint a proxy to attend, speak and vote on his behalf. A proxy need not be a member of the Company.
- (2) Forms of proxy, together with any power of attorney or other authority under which it is executed or a notarially certified copy hereof, must be completed and, to be valid, must reach the Company's Registrars at Link Group, 10th Floor, Central Square, 29 Wellington Street, Leeds, LS1 4DL not less than 48 hours before the time appointed for the holding of the meeting using the stamped, addressed envelope provided.
- (3) If the appointor is a corporation, the form of proxy must be under its common seal or under the hand of an officer or attorney duly authorised.
- (4) The appointment of a proxy does not preclude a member from attending and voting at the meeting.
- (5) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote of the other registered holder(s) and for this purpose seniority shall be determined by the order in which the names stand in the register of members.
- (6) Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001 (SI 2001/3755) Reg. 41(1) and (2) and paragraph 18 (c) The Companies Act 2006 (Consequential Amendments) (Uncertificated Securities) Order 2009, only those shareholders on the Register of Members at 11 a.m. on 29 July 2021 shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their names at that time. If the meeting is adjourned by more than 48 hours, then to be so entitled, a shareholder must be entered on the Company's Register of Members at the time which is 48 hours (excluding non-business days) before the time appointed for holding the adjourned meeting or, if the Company gives notice of the adjourned meeting, at the time specified in that notice.
- (7) You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, you should contact the Company's Registrars at the address given in Note 2 above and make necessary arrangements.
- (8) As at the close of business on 15 July 2021, the Company's issued share capital comprised 279,876,576 ordinary shares of 1p each. Each ordinary share carries the right to one vote at a general meeting of the Company and, therefore, the total number of voting rights in the Company as at the time and date given above is 279,876,576.