

ASIMILAR GROUP PLC

Form of Proxy

for use at the annual general meeting to be held at
44 Albemarle Street, London W1S 4JJ at 11 am on 26 October 2020

I/We

(please complete in capitals)

of

being (a) member(s) of Asimilar Group plc, hereby appoint the chairman of the meeting or the following person

..... (see note 3
below)

[of]]

as my/our proxy to exercise all or any of my/our rights to attend, speak and vote in respect of my/our voting entitlement on my/our behalf at the annual general meeting of Asimilar Group plc to be held at 11 am on [26] October 2020 and at any adjournment of the meeting.

Please insert the number of shares in relation to which this proxy is authorised to act:

..... shares

[] Please tick here if this proxy appointment is one of multiple appointments being made. For the appointment of more than one proxy, please refer to note 2 below.

I would like my/our proxy to vote on the resolutions proposed at the meeting as indicated on this form. Unless otherwise instructed, the proxy may vote as he or she thinks fit or abstain in relation to any business of the meeting. I/We acknowledge that a vote withheld is not a vote in law and will not be counted in the calculation of the proportion of votes for and against the resolutions set out below.

Resolutions

(Full details of the resolutions are set out in the notice of meeting.)

	For	Against	Vote Withheld
Ordinary Resolutions			
1. To receive the accounts for the year ended 30 September 2019			
2. To elect Mark Horrocks as a director			
3. To appoint haysmacintyre LLP as the auditor of the company			
4. To authorise the directors to allot securities			
Special Resolution			
5. To authorise the directors to allot securities for cash other than on a pro rata basis to shareholders and to sell treasury shares			

Please indicate with an "X" in the spaces above how you wish your vote to be cast.

Please indicate if you wish to attend the annual general meeting by ticking here: []

Signature(s)

.....

Date:

Notes

1. Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder, as his proxy to exercise all or any of his rights, to attend, speak and vote on their behalf at the meeting. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy holder in the space provided. If the proxy is being appointed to less than your full voting entitlement, please enter in the box next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. If left blank, your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account).
2. To appoint more than one proxy, an additional proxy form or forms may be obtained by contacting Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR or you may photocopy this form. Please indicate in the box next to the proxy holder'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 should be returned together in the same envelope.
3. If you wish to appoint a specified person as your proxy, please delete the words "the chairman of the meeting" and insert the full name of the proxy and initial the alteration. If no name is inserted, the chairman of the meeting will be your proxy. **Shareholders are strongly advised to appoint the chairman of the meeting as their proxy as, under current COVID-19 related UK governmental guidance, public gatherings of more than six people are currently not permitted and it is likely that any proxy (other than the chair of the meeting) will not be allowed to attend the meeting unless it is for the purpose of forming the quorum.**
4. **Shareholders should note that, due to the impact of current COVID-19 related UK governmental guidance as it affects attendance at the meeting in person, completion and return of a Form of Proxy is likely to be the only way shareholders will be able to exercise their right to vote at the meeting as they will likely be precluded from attending the meeting in person.**
5. The vote of the senior of joint holders who tenders a vote (whether in person or by proxy) shall be accepted to the exclusion of the vote(s) of other joint holder(s). For this purpose the senior joint holder shall be the one whose name appears in the register of members first. In the case of joint holders only one need sign this form, but please state the names of all joint holders.
6. In the case of a corporate shareholder, this form should be validly executed on behalf of the company under its common seal or under the hand of a duly authorised officer or attorney.
7. A proxy must act in accordance with any instructions given by the appointing holder.
8. To be valid this form of proxy must be lodged with Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR not later than 48 hours (not including non-working days) before the time fixed for the meeting or any adjournment, together with any power of attorney or other authority (or a notarially certified copy thereof) under which it is signed.
9. Completion and return of this form of proxy will not prevent you from attending and voting at the meeting.
10. Any alteration to this form should be initialled.
11. To be entitled to attend and vote at the meeting (and for the purpose of determining the number of votes cast), members must be entered on the company's register of members not less than 48 hours (not including non-working days) before the time set for the meeting. This time will still apply for the purpose of determining who is entitled to attend and vote at the meeting (and for the purpose of determining the number of votes cast) if the meeting is adjourned from its scheduled time by 48 hours or less. If the meeting is adjourned for a longer period, members who wish to attend and vote at the meeting must be entered on the company's register of members not less than 48 hours (not including non-working days) before the time set for the adjourned meeting.
12. The "vote withheld" option is provided to enable you to abstain on any particular resolution. However, it should be noted that a "vote withheld" is not a vote in law and will not be counted in the calculation of the proportion of the votes "for" and "against" a resolution.