

# BASKERVILLE CAPITAL PLC

(Incorporated and registered in England and Wales with registered number 10712201)

(Company)

## General Meeting

### Form of proxy

I/We ..... (PRINT NAME)

of..... (PRINT ADDRESS)

### Before completing this form, please read the explanatory notes below.

I/We being a member of the Company appoint the chairman of the meeting or (see note 3 below)

as my/our proxy to attend, speak and vote on my/our behalf at the general meeting of the Company to be held on 8 February 2021 at 10:00 a.m. and at any adjournment of the meeting.

I/We direct my/our proxy to vote on the following resolutions as I/we have indicated by marking the appropriate box with an "X". If no indication is given, my/our proxy will vote or abstain from voting at his discretion and I/we authorise my/our proxy to vote (or abstain from voting) as he thinks fit in relation to any other matter which is properly put before the meeting.

	<i>Ordinary resolution – all Shareholders</i>	<i>For</i>	<i>Against</i>	<i>Withheld</i>
1.	To approve the acquisition by the Company of Oberon Investments Limited on the terms set out in the Admission Document			
	<i>Ordinary resolution – Independent Shareholders only</i>			
2.	To approve the grant of a waiver by the Panel of any obligation that would otherwise arise under Rule 9 of the Takeover Code for any of the Concert Party to make a general offer to shareholders.			
	<i>Ordinary resolution – all Shareholders</i>			
3.	To authorise the directors to allot relevant securities.			
	<i>Special resolution</i>			
4.	To disapply statutory pre-emption rights relating to the allotment of equity securities.			

Signature: .....

Date: .....

### Notes to the proxy form:

- As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
- While appointment of a proxy does not preclude you from attending the meeting and voting in person, nor does a proxy need to be a member of the Company, in accordance with recent Government legislation and related restrictions in response to COVID-19, and to minimise public health risks, the General Meeting is to be held as a closed meeting and members and their proxies (other than the Chairman) will not be able to attend the meeting in person. As such, members are strongly encouraged to appoint the Chairman of the General Meeting to act as their proxy as any other named person will not be permitted to attend the meeting.
- If you sign and return this proxy form with no name inserted in the box, the Chairman of the meeting will be deemed to be your proxy. The Chairman will not be able to read comments to the meeting on your behalf.
- 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 must complete a separate proxy form (which you may photocopy) for each proxy and specify against the proxy's name the number of shares over which the proxy has rights. If you are in any doubt as to the procedure to be followed for the purpose of appointing more than one proxy you must contact the Company's registrars, Share Registrars Limited, The Courtyard, 17 West Street Farnham GU9 7DR or by emailing [voting@shareregistrars.uk.com](mailto:voting@shareregistrars.uk.com). If you fail to specify the number of shares to which each proxy relates, or specify a number of shares greater than that held by you on the record date, proxy appointments will be invalid.
- To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. To abstain from voting on a resolution, select the relevant "Vote withheld" box. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
- To appoint a proxy using this form, it must be:
  - completed and signed;
  - sent or delivered to the Company's registrars, Share Registrars Limited, at The Courtyard, 17 West Street Farnham GU9 7DR (hard copy) or scanned and emailed to [voting@shareregistrars.uk.com](mailto:voting@shareregistrars.uk.com) (electronic copy); and
  - received by the Company's registrars no later than 10.00 a.m. on 4 February 2021.
- In the case of a member which is a company, this proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
- Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
- 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. 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 Share Registrars Limited (ID: 7RA36) by 10:00 a.m. on 4 February 2021. See the notes to the notice of meeting for further information on proxy appointment through CREST.
- In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first named being the most senior).
- If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
- For details of how to change your proxy instructions or revoke your proxy appointment see the notes to the notice of meeting.
- You may not use any electronic address provided in this proxy form to communicate with the Company for any purposes other than those expressly stated.

Business Reply  
Licence Number  
RTUJ-ZUTR-YXAU



Share Registrars Ltd  
The Courtyard  
17 West Street  
Farnham  
GU9 7DR

