

NOTES TO THE FORM OF PROXY

- To be valid this Form of Proxy, together with any power of attorney or other authority (if any) under which it is signed, or a notarially certified or office copy of such power or authority, must be received by Neville Registrars at Neville House, Steelpark Road, Halesowen, West Midlands, B62 8HD not less than 48 (excluding any part of a day that is not a working day) hours before the time of the meeting (in other words, by 12.00 p.m. on 28 June 2019) or, as the case may be, the adjourned meeting. A reply-paid envelope has been provided for this purpose for use in the United Kingdom only. Forms of Proxy not returned by that time may be handed to a representative of Neville Registrars or the Chairman of the Court Meeting at the Court Meeting before the taking of the poll and will still be valid.
- A Shareholder may appoint more than one proxy provided that each proxy is appointed to exercise rights attaching to different shares.
- If you wish to appoint multiple proxies, you may: (a) photocopy this Form of Proxy, fill in each copy in respect of different shares and send the multiple forms together to: Neville Registrars, Neville House, Steelpark Road, Halesowen, West Midlands, B62 8HD, or alternatively (b) call Neville Registrars on the number in paragraph 16 below who will then issue you with multiple proxy forms. In each case, please ensure that all of the multiple proxy forms in respect of one registered holding are sent in the same envelope if possible.
- Subject to the following principles where more than one proxy is appointed, where this Form of Proxy does not state the number of shares to which it applies (a "blank proxy") then the proxy is deemed to have been appointed in relation to the total number of shares registered in your name (the "member's entire holding"). In the event of a conflict between a blank proxy and a proxy which does state the number of shares to which it applies (a "specific proxy"), the specific proxy shall be counted first, regardless of the time it was sent or received (on the basis that as far as possible, the conflicting forms of proxy should be judged to be in respect of different shares) and remaining shares will be apportioned to the blank proxy (pro rata if there is more than one).
- Where there is more than one proxy appointed and the total number of shares in respect of which proxies are appointed is no greater than your entire holding, it is assumed that proxies are appointed in relation to different shares, rather than that conflicting appointments have been made in relation to the same shares.
- If two or more valid but different instruments of proxy are received in respect of the same share for use at the same meeting or on the same poll, only the appointment bearing the last date shall be valid. When two or more valid but different instruments of proxy are received in respect of the same share for use at the same meeting or on the same poll bearing the same date, the one which is last received (regardless of its date or of the date of its execution) shall be treated as replacing and revoking the others as regards that share and if the Company is unable to determine which was the last received, none of them shall be treated as valid in respect of that share.
- If conflicting proxies are sent or received at the same time in respect of (or deemed to be in respect of) your entire holding, none of them shall be treated as valid.
- Where the aggregate number of shares in respect of which proxies are appointed exceeds your entire holding and it is not possible to determine the order in which they were sent or received (or they were all sent or received at the same time), the number of votes attributed to each proxy will be reduced pro rata (on the basis that as far as possible, conflicting Forms of Proxy should be judged to be in respect of different shares).
- Entitlement to attend and vote at the meeting or any adjournment thereof and the number of votes which may be cast thereat shall be determined by reference to the register of members of the Company at 6.00 p.m. on 28 June 2019 or, if the meeting is adjourned, 6.00 p.m. on a day which is not more than 48 hours (excluding any part of a day that is not a working day) before the time set for the adjourned meeting. In each case, changes to the register of members of the Company after such time shall be disregarded.
- Shareholders who hold shares through CREST and who wish to appoint a proxy or proxies for the meeting or any adjournment(s) by using the CREST electronic proxy appointment service may do so in accordance with the procedures set out in the CREST Manual. CREST personal members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.
- In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a CREST Proxy Instruction) must be properly authenticated in accordance with Euroclear UK & Ireland Limited's specifications and must contain the information required for such instructions, as described in the CREST Manual. The appointment must, in order to be valid, be transmitted so as to be received by Neville Registrars (CREST Participant ID 7RA11) at least 48 hours (excluding any part of a day that is not a working day) prior to the meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST applications host) from which Neville Registrars are able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.
- CREST members and, where applicable, their CREST sponsors or voting service providers, should note that Euroclear UK & Ireland Limited does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his or her CREST sponsor or voting service provider(s) take(s) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.
- As an alternative to completing this hard copy Form of Proxy, you can appoint a proxy electronically online at www.sharegateway.co.uk and completing the authentication requirements as set out on the Form of Proxy. For an electronic proxy appointment to be valid, your appointment must be received by Neville Registrars not less than 48 hours (excluding any part of a day that is not a working day) before the time of the meeting (in other words, by 12.00 p.m. on 28 June 2019) or, as the case may be, the adjourned meeting.
- The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.
- 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 votes of other joint holders. For this purpose, seniority will be determined by the order in which the names stand in the Company's register of members in respect of the joint holding.
- If you are in any doubt about completing this Form of Proxy please telephone Neville Registrars on +44 (0) 121 585 1131. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines will be open between 9.00 a.m. to 5.00 p.m., Monday to Friday excluding public holidays in England and Wales. Different charges may apply to calls from mobile telephones. Calls may be recorded and randomly monitored for security and training purposes. The helpline cannot provide advice on the merits of the Transaction nor give any financial, legal or tax advice.
- Your proxy may exercise his/her discretion as to whether, and if so, how he/she votes in respect of any other business (including any amendment to the resolution) which may be properly conducted at the Court Meeting.
- Any alteration to this Form of Proxy should be initialled.
- Terms defined in the Scheme Document of the Company dated 7 June 2019 shall have the same meaning when used in this Form of Proxy.

Please complete and return this Form of Proxy to Neville Registrars Limited using the reply paid envelope provided. Before completing this Form of Proxy please read carefully the Notice of Court Meeting in Part 9 of the Scheme Document and the Notes to this Form of Proxy. If documents are posted outside the United Kingdom, please return it in an envelope to Neville Registrars Limited, Neville House, Steelpark Road, Halesowen, West Midlands, B62 8HD and pay the appropriate postage charge.

IN THE HIGH COURT OF JUSTICE, BUSINESS AND PROPERTY COURTS
OF ENGLAND AND WALES, COMPANIES COURT (ChD)
IN THE MATTER OF EU SUPPLY PLC AND
IN THE MATTER OF THE COMPANIES ACT 2006

Claim No CR-2019- 003095

Your personal proxy registration code is: ABCD-123-EFG

EU Supply Plc (the "Company")

FORM OF PROXY

(Incorporated in England and Wales with Registered No. 8513444)

By an order dated 6 June 2019 made in the matter of EU Supply plc (the "Company") and the Companies Act 2006, the Court has given permission for a meeting of the holders of the Scheme Shares to be convened for the purpose of considering, and if thought fit, approving (with or without modification) a scheme of arrangement pursuant to Part 26 of the Companies Act 2006 (the "Scheme") (as set out in the scheme document of the Company dated 7 June 2019 (the "Scheme Document")) proposed to be made between the Company and the Scheme Shareholders and that such court meeting shall be held at the offices of haysmacintyre, 10 Queen Street, London, EC4R 1AG, on 2 July 2019 at 12:00 p.m. (the "Court Meeting") at which place and time all holders of ordinary shares in the capital of the Company (the "Shareholders") are requested to attend.

I/We _____ being (a) member(s) of the Company and entitled to vote at the Court Meeting, hereby appoint
(Please only complete if appointing someone other than the Chairman of the Meeting)

or failing him/her, the Chairman of the Meeting as my/our proxy, to attend, speak and vote for me/us and on my/our behalf at the Court Meeting of the Company, to be held on 2 July 2019 at the offices of haysmacintyre, 10 Queen Street, London, EC4R 1AG at 12:00 p.m. and at any adjournment thereof.

I/We wish my/our proxy to vote as indicated below in respect of the Scheme at the Court Meeting.

If you wish to vote "for" the Scheme, tick the box marked "For the Scheme" and sign below.

If you wish to vote "against" the Scheme, tick the box marked "Against the Scheme" and sign below. Only insert your signiture in ONE box. If you sign in both boxes, or if you do not sign either, then your proxy appointment will be invalid.

For the Scheme

Against the Scheme

Signed:

Signed:

Mark this box with an "X" if you are appointing more than one proxy:

Leave blank to authorise your proxy to act in relation to your full entitlement or enter the number of shares in relation to which your proxy is authorised to vote:

Date:

D

D

-

M

M

-

Y

Y

If you are planning to attend the Court Meeting, please tick the following box:

NEVILLE
REGISTRARS



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EU Supply Plc (the "Company")

Attendance Card

The Court Meeting will start at 12:00 p.m. and is being held on 2 July 2019 at the offices of haysmacintyre, 10 Queen Street, London, EC4R 1AG.

If you plan to attend the Court Meeting, please bring this card with you to ensure you gain entry as quickly as possible.

Please present this card at the registration desk. It will be used to show that you have the right to attend, speak and vote at the Court Meeting.

>123-0
Name
Address 1
Address 2
Address 3
Address 4
Address 5
Address 6

NEVILLE
REGISTRARS

