

# Shaftesbury Capital PLC – 2026 Annual General Meeting – Form of Proxy



**Completion instructions:**

1. Print form.
2. Mark with an 'X' against the resolutions how you wish to vote.
3. Sign and date form, enter name in capitals and state investor code (UK) or shareholder reference number (SA).
4. Send to the relevant registrar (UK or SA) as shown below under "Despatch instructions".

I/we being a member/members of the Company hereby appoint the Chairman of the Meeting or (see note 1)

Name of proxy	Number of shares (notes 1 and 2)	Mark 'X' if appointing more than one proxy (note 2)

as my/our proxy to exercise all or any of my/our rights to attend, speak and vote (note 1) in respect of my/our voting entitlement on my/our behalf at the Annual General Meeting of the Company to be held at the offices of Herbert Smith Freehills Kramer LLP, Exchange House, Primrose Street, London EC2A 2EG, United Kingdom on Thursday 14 May 2026 at 11.30 am (London time) and at any adjournment thereof. I/We have indicated with an 'X' how I/we wish my/our vote to be cast on the following resolutions (notes 1 and 3).

Resolution	For	Against	Vote	Withheld	Resolution	For	Against	Vote	Withheld
<b>Ordinary Resolutions:</b>					<b>Special Resolutions:</b>				
1. To receive the Accounts and the reports of the Directors and the Auditors for the year ended 31 December 2025.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	13. To authorise the Audit Committee to determine the Auditors' remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To approve a final cash dividend for the year ended 31 December 2025 of 2.1 pence per ordinary share.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	14. To authorise the Company and all companies that are its subsidiaries to make political donations not exceeding £20,000.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To approve the Directors' remuneration report (other than the part containing the Directors' Remuneration Policy) for the year ended 31 December 2025.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	15. To authorise the Directors to offer newly issued shares instead of cash in respect of any dividends declared (see Notice).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To approve the Directors' Remuneration Policy.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	16. To approve the rules of the Share Award Plan and authorise the Directors to carry the Share Award Plan into effect (see Notice).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Jonathan Nicholls as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	17. To authorise the Directors to allot shares (Section 551 of the Companies Act 2006).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-elect Ian Hawksworth as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<b>Special Resolutions:</b>				
7. To re-elect Situl Jobanputra as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	18. To disapply the pre-emption provisions of Section 561(1) of the Companies Act 2006, to the extent specified.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-elect Sian Westerman as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	19. To disapply the pre-emption provisions of Section 561(1) of the Companies Act 2006, to the additional extent specified.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. To re-elect Richard Akers as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	20. To authorise the Company to purchase its own shares.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To re-elect Ruth Anderson as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	21. To allow general meetings, other than annual general meetings, to be held on not less than 14 clear days' notice.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To re-elect Madeleine Cosgrave as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>					
12. To re-appoint PricewaterhouseCoopers LLP as Auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>					

To assist with arrangements, if you intend to attend the meeting in person, please place an 'X' in the box opposite.

I/We 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 they see fit or abstain in relation to any business of the Meeting.

Signature	Date
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In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or duly authorised officer, stating their capacity (for example Director or Company Secretary).

Name of shareholder:
Investor code (UK)/Shareholder reference number (SA): <span style="float: right;">(This is important and must be provided)</span>

**Despatch instructions:**

**If you are a shareholder on the United Kingdom section of the share register:**

**Post to (no stamp required):** FREEPOST, PXS 1. Please note: MUFG Corporate Markets no longer accepts voting instructions by fax or by email and delivery by the freepost service may take up to five business days.

**Email to for queries:** shareholderenquiries@cm.mpms.mufg.com

**Contact number for queries:** 0371 664 0300 or +44 (0) 371 664 0300 if you are calling outside the UK.

Calls are charged at the standard geographic rate and vary by provider. Calls outside the United Kingdom are charged at the applicable international rate. Lines are open 9.00 am to 5.30 pm, Monday to Friday, excluding public holidays in England and Wales.

**Alternatively, shareholders may vote electronically via the registrar's website: uk.investorcentre.mpms.mufg.com or via VOTE+, the smartphone and tablet app provided by the registrar.**

**For shares held in CREST:** To vote electronically via CREST, refer to the "CREST members" note in the Notice of Annual General Meeting dated 12 March 2026. Institutional shareholders may be able to appoint a proxy electronically via the Proxymity platform, a process which has been agreed by the Company and approved by the UK registrar. Refer to the "Proxymity voting" note in the Notice of Annual General Meeting for more details.

**If you are a shareholder on the South Africa section of the share register:**

**Email to:** proxy@computershare.co.za

**By hand to:** Computershare Investor Services Proprietary Limited, Rosebank Towers, 1<sup>st</sup> Floor, 15 Biermann Avenue, Rosebank, 2196, South Africa.

**Post to (stamp required):** Private Bag X9000, Saxonwold, 2132, South Africa.

**Contact number for queries:** +27 (0) 11 370 5000 or 086 1100 933. Lines are open 8.00 am to 4.30 pm, Monday to Friday, excluding public holidays in South Africa.

**For shares held via a CSDP or broker:** Send this proxy form to your CSDP or broker. Earlier lodgement dates will apply than that specified in note 7 opposite so shareholders should contact their CSDP or broker for confirmation of the final date.

**Notes on the completion of the form of proxy:**

1. A member is entitled to appoint a proxy of his or her own choice who need not be a shareholder to exercise all or any of his or her rights to attend, speak and vote on their behalf at the Meeting so far as is lawful and practicable. If you wish to restrict the rights of your proxy, please cross out either or both of the words "speak" or "vote" as you feel appropriate. If you wish to appoint a person other than the Chairman of the Meeting, please insert the name of your chosen proxy holder in the space provided. If the proxy is being appointed in relation 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, photocopy this form and complete a separate proxy form for each proxy to be appointed. 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. Please also indicate with an 'X' in the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and returned together in the same envelope.
3. Please indicate with an 'X' in the appropriate boxes how you wish the proxy to vote. In the absence of your instruction, the proxy will exercise their discretion as to how they vote or whether they abstain from voting:
  - 3.1. on any resolution referred to above; and
  - 3.2. on any business or resolution considered at the Meeting other than the resolutions referred to above.
4. The "Vote Withheld" option is provided to enable you to refrain from voting on any particular resolution. However it should be noted that a vote withheld in this way is not a vote in law and will not be counted in the calculation of the proportion of votes "For" and "Against" a resolution.
5. If the member is a corporation, this form must be executed under its common seal or under the hand of an attorney or a duly authorised officer of the corporation.
6. In the case of joint holders the signature of one will be sufficient but the names of all the joint holders should be stated. If more than one joint holder is present at the Meeting, either personally or by proxy, the vote of the joint holder whose name stands first in the register of members shall be counted.
7. **To be valid, the instrument appointing a proxy (and where it is signed on behalf of the appointor by an attorney, the letter or power of attorney, or a duly certified copy thereof) must (falling previous registration with the Company) be delivered by 11.30 am (London time) on 12 May 2026 or, in the case of an adjourned meeting, at least 48 hours (excluding any day that is not a business day) before the time appointed for holding the adjourned meeting at which the person named in the instrument proposes to vote or (in case of a poll taken otherwise than at or on the same day as the Meeting or adjourned meeting) for the taking of the poll at which it is to be used. Shareholders on the UK section of the register should return the form of proxy to FREEPOST, PXS 1. Please note that delivery via the freepost service may take up to five business days. If preferred, shareholders may vote electronically via the registrar's website at uk.investorcentre.mpms.mufg.com or via the share registrar's app at VOTE+. CREST members who wish to use the CREST electronic proxy appointment service should refer to the "CREST members" note in the Notice of Annual General Meeting for details. Institutional shareholders may be able to appoint a proxy electronically via the Proxymity platform and should refer to the "Proxymity voting" note in the Notice of Annual General Meeting for details. Shareholders on the South African section of the register should return the form of proxy to Computershare Investor Services Proprietary Limited, Rosebank Towers, 1<sup>st</sup> Floor, 15 Biermann Avenue, Rosebank, 2196, South Africa (or Private Bag X9000, Saxonwold, 2132, South Africa) or via email to proxy@computershare.co.za. For shares held via a CSDP or broker the proxy voting instruction must be provided to the CSDP or broker. Earlier lodgement dates will apply than stated above so contact the CSDP or broker for confirmation of the final date.**
8. Pursuant to regulation 41 of the Uncertified Securities Regulations 2001, entitlement to attend and vote at the Meeting and the number of votes which may be cast thereat will be determined by reference to the register of members of the Company as at close of business on the day which is two days before the day of the Meeting (excluding any day that is not a business day), or if the Meeting is adjourned, 48 hours (excluding any day that is not a business day) before the time fixed for the adjourned meeting (as the case may be). Changes to entries on the register of members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.
9. The completion and the return of this form will not preclude a member from attending the Meeting and voting in person, so far as is lawful and practicable.
10. Unless the context requires otherwise, capitalised terms used in this form of proxy have the meaning ascribed to them in the Notice of Annual General Meeting issued by the Company on 12 March 2026.