

CEPS PLC Annual General Meeting to be held on Monday 17 June 2019 at 11.30am

Notes for the completion of Form of Proxy

- If you will not be attending the Annual General Meeting, or may not do so, you can appoint another person (a "proxy") to exercise all or any of your rights to attend, speak and vote at the meeting on your behalf. Completing this Form of Proxy does not prevent you from attending and voting in person.
- If you wish to appoint a person other than the Chairman as your proxy, please insert the full name of the proxy (in block capitals) in the space provided and delete the words "the Chairman of the meeting or". A proxy need not be a member of the Company. If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box provided 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 member, the full voting entitlement for that designated account).
- You may appoint more than one proxy provided that each proxy is appointed to exercise the rights attached to a different share or shares held by you. Please indicate in the box provided if the proxy appointment is one of multiple appointments being given. If you wish to appoint more than one proxy, each proxy must be appointed on a separate Form of Proxy and please enter in the box provided the number of shares in respect of which the proxy is appointed. Additional Forms of Proxy may be obtained from the Company's Registrar, Share Registrars Limited of The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR. Alternatively, you may photocopy the enclosed Form of Proxy the required number of times before completing it. All Forms of Proxy must be signed and returned together in the same envelope.
- Unless you give specific instructions on how to vote on a particular resolution, your proxy may vote as he or she thinks fit on any motion to amend a resolution or to adjourn the meeting, or any other resolution proposed at the meeting. Should any other resolution be proposed at the Annual General Meeting, the proxy may vote as he or she thinks fit.
- 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.
- To be valid, this proxy, together with any power of attorney under which it is signed or a duly certified copy thereof, should reach the office of the Company's Registrar, Share Registrars Limited at The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR, by 11.30am on Thursday 13 June 2019. *In the UK, postage on the Form of Proxy is pre-paid. Members may return the Form of Proxy in an envelope with the appropriate postage paid.*
- If the member is a corporation, the proxy should be given under the common seal or under the hand of an officer or attorney duly authorised in writing.
- In the case of joint holders, any joint holder may sign this Form of Proxy, but the vote of the person whose name appears first in the register of members in respect of the holding or his proxy will be accepted to the exclusion of the votes of other joint holders or their proxies.
- Any amendments to this Form of Proxy must be initialled.
- All enquiries concerning this Form of Proxy should be directed to the Company's Registrar, Share Registrars Limited of The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR.

Form of Proxy

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I/We, the undersigned, being a member/members of CEPS PLC (the "Company"), appoint the Chairman of the meeting or

as my/our proxy to exercise all or any of my/our rights to attend, speak and vote on my/our behalf at the Annual General Meeting of the Company to be held on Monday 17 June 2019 at 11.30am and at any adjournment of it. I/We instruct my/our proxy to vote on a show of hands or on a poll in the manner shown below on each such resolution.

Please tick here if this proxy appointment is one of multiple appointments:

Number of shares in respect of which the proxy is appointed:

Please indicate your vote by marking the appropriate boxes in black or blue ink like this:

Ordinary resolutions

	FOR	AGAINST	VOTE WITHHELD
1 To receive the Directors' and Auditor's Reports and Annual Reports for the financial year ended 31 December 2018	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 To re-appoint D A Horner as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 To re-appoint G C Martin as a non-executive director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 To re-appoint D E Johnson as a non-executive director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 To re-appoint PKF Cooper Parry Group Limited as auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 To authorise the directors to agree the auditor's remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 To allot shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Special resolutions

8 To disapply pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9 To authorise the purchase of the Company's shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Are you intending to attend the AGM? YES / NO

Name of member
Please complete in block capitals

Signature Date / /

This card should not be used for any comments, change of address or other queries. Please send separate instruction.

Business Reply
Licence Number
RTUJ-ZUTR-YXAU



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