

**CEPS PLC Annual General Meeting to be held on Monday 13 June 2022 at 11.30am**

**Notes for the completion of Form of Proxy**

1. 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.
2. 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).
3. 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 3 Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX. 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.
4. 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.

5. 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.
6. 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 3 Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX, by 11.30am on Thursday 9 June 2022. *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.* Alternatively, members can send a scanned copy of their completed proxy form to [voting@shareregistrars.uk.com](mailto:voting@shareregistrars.uk.com) with the subject line 'CEPS PLC – AGM 13 June 2022'.
7. 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.
8. 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.
9. Any amendments to this Form of Proxy must be initialled.
10. All enquiries concerning this Form of Proxy should be directed to the Company's Registrar, Share Registrars Limited of 3 Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX.

*Continued overleaf*



**Form of Proxy**

**CEPS PLC Annual General Meeting to be held on Monday 13 June 2022 at 11.30am**

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 13 June 2022 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 2021	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 To re-appoint G C Martin as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 To re-appoint Cooper Parry Group Limited as auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 To authorise the directors to agree the auditor's remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 To allot Ordinary Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**Special resolutions**

6 To disapply pre-emption rights in respect of Ordinary Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 To authorise the purchase of the Company's shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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.*

11. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the General Meeting and any adjournment(s) thereof by using the procedures described 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 CRESTCO Limited's specifications and must contain the information required for such instructions, as described in the CREST Manual.

The message, regardless of whether it relates to the appointment of a proxy or to an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the issuer's agent 7RA36 by the latest time(s) for receipt of proxy appointments specified above. 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 the issuer's agent is 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 CRESTCO 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 CREST 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.

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.

Business Reply  
Licence Number  
RUCT-YTBK-GALU



Share Registrars Limited  
3 The Millennium Centre  
Crosby Way  
FARNHAM  
GU9 7XX