

ATTENDANCE CARD
Highcroft Investments plc – Court Meeting
(Company number: 00224271)

By an Order dated 23 April 2025 (the “**Court Order**”) made in the matter of Highcroft Investments plc (the “**Company**”) and the Companies Act 2006, the High Court of Justice in England and Wales (the “**Court**”) has directed the Company to convene a meeting of the holders of the Scheme Shares (as defined in the scheme circular of the Company dated 24 April 2025 (the “**Scheme Document**”)) (the “**Scheme Shareholders**”) 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**”) proposed to be made between the Company and Scheme Shareholders and that such meeting shall be held at 10.00 a.m. (London time) on 15 May 2025 at the offices of Bryan Cave Leighton Paisner LLP at Governor’s House, 5 Laurence Pountney Hill, London EC4R 0BR (the “**Court Meeting**”) at which place and time all Scheme Shareholders are requested to attend either by person or by proxy.

Travel information for meeting venue

The offices of Bryan Cave Leighton Paisner LLP are at Governor’s House, 5 Laurence Pountney Hill, London EC4R 0BR. By underground: Cannon Street, Mansion House or Bank stations, all of which are within five minutes’ walk. By rail: Cannon Street station is a five minute walk away. Alternatively, Liverpool Street, Fenchurch Street, Moorgate and London Bridge, all of which are ten minutes’ walk away.

Attendance

If you wish to attend the Court Meeting in your capacity as a Scheme Shareholder or as a proxy, please sign this card and bring it with you when you come to the Court Meeting and on arrival hand it to the registrars of Highcroft Investments plc. This will facilitate entry to the Court Meeting. You are advised to arrive in good time before the start of the Court Meeting to allow time for registration. You will receive a poll card at the Court Meeting after registering at the registration desk.

Signature of person attending

Barcode:

Event Code:

Investor Code:

Highcroft Investments plc – Court Meeting – Form of Proxy

Barcode:

Event Code:

Investor Code:

Court Meeting of the Company to be held at the offices of Bryan Cave Leighton Paisner LLP at Governor’s House, 5 Laurence Pountney Hill, London EC4R 0BR on 15 May 2025 at 10.00 a.m.

Please read the notice of the Court Meeting in the Scheme Document and the explanatory notes overleaf before completing this form.

Please use a black pen.

I/We, being (a) holder(s) of Scheme Shares entitled to attend, speak and vote at the Court Meeting, hereby appoint the Chair of the Court Meeting, or the following person, as my/our proxy to attend, speak and vote for me/us and on my/our behalf in respect of the following number of Scheme Shares:

Name of proxy	Number of Scheme Shares
(if you do not wish to appoint the Chair of the Court Meeting as your proxy, add in block capitals the name of your chosen proxy in this box)	(please leave this box empty if you wish to appoint a proxy in relation to all of your Scheme Shares)
<div></div>	<div></div>

at the Court Meeting, and at any adjournment of that meeting, and to vote for me/us and in my/our name for the Scheme or against the Scheme (with or without any changes), as my/our proxy may approve, as indicated below.

☐ Please indicate here if this proxy appointment is one of multiple proxies being made. For the appointment of more than one proxy please refer to Notes 2, 6 and 7 overleaf.

IMPORTANT: If you wish to vote for the Scheme, sign your name in the box marked “FOR the Scheme”. If you wish to vote against the Scheme, sign your name in the box marked “AGAINST the Scheme”. Only insert your signature once. If you sign both boxes, or if you do not sign in either box, then this Form of Proxy will be invalid. Joint Scheme Shareholders should refer to Note 18 overleaf.

FOR the Scheme		AGAINST the Scheme	
SIGN	<div></div>	OR	<div></div>
DATE	<div></div>		

If signing on behalf of a company, please enter the company name below in block letters and state your official capacity. For and on behalf of: **Company Name**

Company name	Official capacity
<div></div>	<div></div>

Please detach this portion of the Form of Proxy before posting. Please note this Form of Proxy must be signed and dated before being posted. You can also submit your proxy electronically at <https://www.SignalShares.com>.

Notes to Form of Proxy

1.

Full details of the resolution to be proposed at the Court Meeting are set out in the notice of Court Meeting (such notice being contained in Part 9 of the Scheme Document). Before completing this pink Form of Proxy, please also read "Action to be Taken" set out on pages 10 and 11 of the Scheme Document.

2.

Scheme Shareholders entitled to attend, speak and vote at the Court Meeting may vote in person at the Court Meeting or they may appoint one or more proxies as their proxy to attend, speak and vote in their place. A proxy need not be a member of the Company but must attend the Court Meeting in person. The Form of Proxy gives your proxy(y)(ies) full rights to attend, speak and vote.

3.

Lodging a pink Form of Proxy will not prevent the Scheme Shareholder from attending and voting at the Court Meeting or any adjournment thereof. The Company will give effect to the intention of Scheme Shareholders and include votes wherever and to the fullest extent possible. Any amendments you make to this pink Form of Proxy must be initiated by you.

4.

Please sign in the boxes to show how you wish your vote to be cast. Unless otherwise instructed, the person appointed as proxy will exercise his/her discretion as to how he/she votes on any other business which may come before the Court Meeting.

5.

To be valid, this pink Form of Proxy (together with any power of attorney or authority under which it is signed, or a duly certified copy thereof) must be received by hand (during normal business hours), post or courier only at the offices of the Company's Registrars, MUFG Corporate Markets, PXS 1, Central Square, 29 Wellington Street, Leeds LS1 4DL, or in accordance with the details printed on the reply paid envelope provided, not later than 10.00 a.m. on 13 May 2025 (or, in the case of an adjourned meeting, not less than 48 hours (excluding any non-Business Days) prior to the time and date fixed for such adjourned meeting). If this pink Form of Proxy is not so lodged it may be handed to a representative of MUFG Corporate Markets on behalf of the Chair of the Court Meeting at the Court Meeting before the taking of the poll and will still be valid. Alternatively, you can submit your proxy electronically at www.SignalShares.com using your investor code and following the online instructions. To be valid, electronic proxy appointments must be received not later than 10.00 a.m. on 13 May 2025 (or, in the case of an adjourned meeting, not less than 48 hours (excluding any non-Business Days) prior to the time and date fixed for such adjourned meeting).

6.

Scheme Shareholders are entitled to appoint a proxy in respect of some or all of their Scheme Shares. Scheme Shareholders are also entitled to appoint more than one proxy provided that each proxy is appointed to exercise the rights attached to a different share or shares held by such holder. If you wish to appoint more than one proxy please also indicate by ticking the box provided if the proxy is one of multiple instructions being given.

7.

Scheme Shareholders who wish to appoint more than one proxy in respect of their holding of Scheme Shares should contact the Registrar for further Forms of Proxy on the number in note 19 below who will then issue you with multiple forms of proxy. Please fill in the name of the proxy (if not the Chair) and the number of shares in respect of which the proxy is appointed and send the multiple forms together via one of the methods outlined at note 5 above. Please ensure that all of the multiple forms of proxy in respect of one registered holding are sent in the same envelope if possible.

8.

A space has been included in this pink Form of Proxy to allow Scheme Shareholders to specify the number of Scheme Shares in respect of which that proxy has been appointed. Scheme Shareholders who return this pink Form of Proxy duly executed but leave this space blank or specify a number of Scheme Shares in excess of those held by the Scheme Shareholder at the time referred to below will be deemed to have appointed the proxy in respect of all of their Scheme Shares (the "member's entire holding").

9.

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 the member's 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. There is only assumed to be a conflict where the aggregate number of shares in respect of which proxies have been appointed exceeds the member's entire holding.

10.

If you return more than one proxy appointment, either by paper or electronic communication, the appointment received last by the Registrar before the latest time for the receipt of proxies will take precedence. Proxies in the same envelope will be treated as sent and received at the same time, to minimise the number of conflicting proxies.

11.

If conflicting proxies are sent or received at the same time or if the Company is unable to determine which was sent or received last in respect of (or deemed to be in respect of) an entire holding, none of them shall be treated as valid.

12.

If a member appoints a proxy or proxies and then decides to attend the Court Meeting in person and vote on a poll using his poll card, then the vote in person will override the proxy vote(s). If the vote in person is in respect of the member's entire holding then all proxy votes will be disregarded. If, however, the member votes at the meeting in respect of less than the member's entire holding, and the member indicates on his poll card that all proxies are to be disregarded, that shall be the case; but if the member does not specifically revoke proxies, then the vote in person will be treated in the same way as if it were the last received proxy and earlier proxies will only be disregarded to the extent that to count them would result in the number of votes being cast exceeding the member's entire holding.

13.

Entitlement to attend and vote at the Court 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 the day which is two Business Days before the date of the Court Meeting or adjourned meeting (as the case may be), in each case excluding any day that is not a Business Day. In each case, changes to the register of members of the Company after such time shall be disregarded. Voting at the Court Meeting will be conducted as a poll rather than a show of hands.

14.

Please indicate how you wish to vote with a signature in either the box marked "FOR the Scheme" or the box marked "AGAINST the Scheme".

15.

If this pink Form of Proxy is signed by someone else on behalf of the shareholder, their authority to sign must be returned with this pink Form of Proxy.

16.

As an alternative to appointing a proxy, any Scheme Shareholder which is a company (a corporation) and which wishes to be represented at the meeting by a corporate representative with authority to speak, vote on a show of hands and vote on a poll (a corporate representative) must appoint such a person by resolution of its directors. A corporate representative has the same powers on behalf of the corporation he/she represents as that corporation could exercise if it were an individual member of the Company.

17.

Any corporation which is a shareholder can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a shareholder, provided that they do not do so in relation to the same shares.

18.

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).

19.

If you have any questions relating to completion and return of your pink Form of Proxy, please call the Company's registrars, MUFG Corporate Markets between 9.00 a.m. and 5.30 p.m. (London time) Monday to Friday (except public holidays in England and Wales) on +44 (0) 371 664 0321 or submit a request in writing to MUFG Corporate Markets, PXS 1, Central Square, 29 Wellington Street, Leeds LS1 4DL, United Kingdom. Calls will be charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Alternatively, you can email MUFG Corporate Markets at shareholderenquiries@cm.mpms.mufg.com. Please note that the helpline operators cannot provide advice on the merits of the Scheme or give financial, tax, investment or legal advice.

20.

During the meeting there will be an opportunity for shareholders, proxies or corporate representatives to ask questions relevant to the business of the meeting.

21.

Any electronic address provided either in the notice of Court Meeting at Part 9 of the Scheme Document or any related documents (including this pink Form of Proxy) may not be used to communicate with the Company for any purposes other than those expressly stated.

22.

Full details of the business to be decided at the Court Meeting are set out in the notice of Court Meeting contained in Part 9 of the Scheme Document.

23.

Terms defined in the Scheme Document shall have the same respective meanings when used in this pink Form of Proxy unless otherwise defined herein.

24.

By the Court Order, the Court has appointed Charles Butler or failing him, any other director of the Company, to act as Chair of the Court Meeting and has directed the Chair to report the result thereof to the Court.
- PLEASE RETURN IN REPLY PAID ENVELOPE PROVIDED