

PROXY FORM

AQUIS EXCHANGE PLC (the “Company”)

Voting ID	Task ID	Shareholder Reference No.
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You can choose to submit your proxy votes electronically at www.sharevote.co.uk using the above numbers. If you do so, you will not need to return this Form of Proxy. If you do not vote electronically, please return this paper Form.

I/We being a holder/holders of ordinary shares of Aquis Exchange PLC (the “Company”) and entitled to vote at the Annual General Meeting hereby appoint the Chairman of the Meeting or

Name of proxy

as my / our proxy to exercise all or any of my / our rights to attend, speak and vote in respect of my / our voting entitlement on my / our behalf at the General Meeting of the Company to be held at 63 Queen Victoria Street, London, EC4N 4UA on Tuesday 25 April 2023 at 11.00 am and at any adjourned meeting.

I / We wish my / our proxy to vote as indicated below in respect of the resolutions to be proposed at the Meeting.

Please give instructions to your proxy by ticking the appropriate box alongside each resolution.

Resolutions	For	Against	Vote Withheld
1. To receive the directors’ and auditors’ reports, and the Company’s accounts for the financial year ended 31 December 2022.			
2. To approve the Directors Remuneration Report as set out in the annual report.			
3. To re-appoint Alasdair Haynes as Executive Director of the Company.			
4. To re-appoint Jonathan Clelland as Executive Director of the Company.			
5. To re-appoint Richard Fisher as Executive Director of the Company.			
6. To re-appoint Glen Collinson as Independent Non-Executive Director of the Company			
7. To re-appoint Fields Wicker-Miurin as Independent Non-Executive Director of the Company			
8. To re-appoint Mark Goodliffe as Independent Non-Executive Director of the Company			
9. To re-appoint Deirdre Somers as Independent Non-Executive Director of the Company.			
10. To re-appoint David Vaillant as Independent Non-Executive Director of the Company			
11. To re-appoint Ruth Wandhöfer as Independent Non-Executive Director of the Company			
12. To re-appoint Philip Olm as Company Secretary			
13. To appoint Mazars LLP as auditor of the Company, to hold office from the conclusion of this meeting until the conclusion of the next general meeting at which accounts are laid before the Company.			
14. To authorise the Board to determine the remuneration of the auditor.			
15. That the Board be generally and unconditionally authorised pursuant to Section 551 of the Companies Act 2006 (the ‘Act’) to exercise all the powers of the Company to allot shares (as defined in Section 540 of the Act) in the Company and to grant rights to subscribe for or to convert any security into shares in the Company up to an aggregate nominal amount of £917,226; and comprising equity securities (as defined in Section 560 of the Act) up to an aggregate nominal amount of £1,834,452.			
16. That in accordance with Sections 366 and 367 of the Act, the Company and all its subsidiaries at any time during the period for which this Resolution is effective are authorised, in aggregate, to: a) make political donations to political parties; b) make political donations to political organisations other than political parties; and c) incur political expenditure (as such terms are defined in Sections 363 to 365 of the Act), each not exceeding £25,000 in total.			
17. That if Resolution 15 is passed, the Board be generally and unconditionally authorised to allot equity securities (as defined in Section 560 of the Act) for cash under the authority given by that Resolution and/or to sell Ordinary Shares held by the Company as treasury shares for cash as if Section 561 of the Act did not apply to any such allotment or sale, such power to be limited.			
18. That if Resolution 15 is passed, the Board be generally and unconditionally authorised in addition to any power granted under Resolution 15 to allot equity securities (as defined in the Act) for cash under the authority given by that Resolution and/or to sell Ordinary Shares held by the Company as treasury shares for cash as if Section 561 of the Act did not apply to any such allotment or sale, such power to be limited.			

Electronic Communication

The Company has already substantially reduced the financial and environmental costs of the annual report production by use of electronic communications. We are asking those shareholders who currently received shareholder communications in traditional paper form, to confirm their preferred method of receipt of future Company communications from the following options:

1. Website with email notification

Whenever we publish a shareholder document, we will display it on our website. We will also send you an email message to alert you of this, including a link direct to the website. To do this, please register at www.shareview.co.uk.

2. Paper copies only

If you wish to continue to receive documents by post, please tick the box below and return this document to Equiniti along with your Proxy Form. You will then receive all documents in paper form.

If you do not complete and return the card by 26 April 2023, you will be deemed to have consented to view shareholder communications via the Company's website, although we will send you a letter whenever a new communication is available to view online.

If you wish to change your preference at any time, you can do so by contacting Equiniti at the address or telephone number in the notes of the attached - Proxy Form.

The Company reserves the right to send hard copy documents to shareholders if it considers that electronic delivery may not be appropriate.

Shareholder Communications Form

Option 2: Paper notification

Please send me paper copies of all shareholder communications in future.

Shareholder Reference Number:

Explanatory notes to the Proxy Form

1. If you wish to appoint someone as your proxy other than the Chair of the Meeting, insert the name of your chosen proxy in the space provided. Please note given the current UK government restrictions you will only be able to appoint a member of the Board of directors as your proxy. If the proxy is being appointed in relation to part of your holding only, please enter in the box next to the proxy's name the number of shares in relation to which they are authorised to act as your proxy. If this box is left blank they will be authorised in respect of your full voting entitlement.
2. To appoint more than one proxy, (an) additional Proxy Form(s) may be obtained by contacting the Company's registrar, Equiniti Limited, or you may copy this form. If you are appointing more than one proxy, please indicate 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 and indicate by ticking the relevant box that the proxy appointment is one of multiple appointments being made. Multiple proxy appointments should be returned together in the same envelope. If you appoint more than one proxy and the Proxy Forms appointing those proxies would give those proxies the apparent right to exercise votes on your behalf in a general meeting over more shares than you hold, then each of those Proxy Forms will be invalid and none of the proxies so appointed will be entitled to attend, speak or vote at the relevant general meeting.
3. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service, may do so by using the procedures described in the CREST Manual (available via www.euroclear.com). CREST Personal Members or other CREST sponsored members and those CREST members who have appointed a 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.
4. 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 instruction, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or is 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 Equiniti Limited by 11.00 am on Friday 21 April 2023 (or, in the event of an adjournment, 48 hours before the adjourned meeting (excluding any part of a day that is not a Working Day)). 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 Application 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.
5. 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 (as amended).
6. In the absence of instructions, the person appointed proxy may vote or refrain from voting as he or she thinks fit on the specified Resolutions and, unless instructed otherwise, the person appointed proxy may also vote or refrain from voting as he or she thinks fit on any other business (including amendments to Resolutions) which may properly come before the AGM.
7. 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' 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.
8. This Form must be signed and dated by the Shareholder or his/her attorney duly authorised in writing. If the Shareholder is a company, it may be executed by the signature(s) of a duly authorised officer or attorney. In the case of joint holdings, any one holder may sign this Form. The vote of the senior joint holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority will be determined by the order in which the names stand in the register of members in respect of the joint holding. The completion and return of this Form will not preclude a Shareholder from attending the AGM and voting in person.
9. To be valid, this Form must be completed and lodged with the Company's registrar, Equiniti Limited, at Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA no later than **11.00 am on 21 April 2023** (or, in the event of an adjournment, 48 hours before the adjourned meeting (excluding any part of a day that is not a Working Day)), or electronically via the Shareholder portal at www.sharevote.co.uk together with the power of attorney or other authority (if any) under which it is signed or a copy of such authority certified notarially, by **21 April 2023 at 11.00 am** (or, in the event of an adjournment, 48 hours before the adjourned meeting (excluding any part of a day that is not a Working Day)).