



Please read the Notes overleaf before completing this Form of Proxy. Please follow the instructions herein and complete this Form of Proxy in black ink; it may otherwise be invalid.

GENERAL MEETING FORM OF PROXY

Voting ID:

Task ID:

Shareholder Reference Number:

Vote online at www.sharevote.co.uk using the above numbers

I/We, the undersigned, being a member/members of McKay Securities Plc (the "Company") hereby appoint:

the Chair of the General Meeting (see Notes 2 and 12)

<i>Leave blank if appointing the Chair of the General Meeting as your proxy (see Note 2)</i>	(see Note 3)
--	--------------

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 Park Tower Hotel, 101 Knightsbridge, London SW1X 7RN, England at 11.45 a.m. (or as soon thereafter as the Court Meeting concludes or is adjourned) on 27 April 2022 and at any adjournment thereof (the "General Meeting"). I/We appoint my/our proxy to vote in the manner indicated below (see Notes 2, 3 and 13).

Please tick here if this proxy appointment is one of multiple appointments being made by the same shareholder (see Notes 3 and 6).

The General Meeting has been convened to consider, and if thought fit, approve the Special Resolution to give effect to the Scheme (as set out in full at Part XI (Notice of General Meeting) of the Scheme Document dated 29 March 2022. Please note that the Board of Directors of the Company unanimously recommends that you vote in favour of the Special Resolution.

Please indicate how you wish your vote to be cast on the Special Resolution by placing an 'X' in the appropriate box below (see Note 16). PLEASE SELECT ONLY ONE OF THE BOXES AND USE BLACK INK. THIS FORM MUST BE SIGNED IN ORDER TO BE VALID (see Notes 14 and 15). IF YOU MARK MORE THAN ONE BOX, THIS FORM OF PROXY WILL BE INVALID (see Notes 3 and 12).

Special Resolution	FOR	AGAINST	WITHHELD (see Note 16)
To give effect to the Scheme by means of authorising the Directors to take all such action as may be considered necessary or appropriate and by amending the Company's articles of association, each as set out in the Notice of General Meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signature

Date

Please detach and post this Form of Proxy to Equiniti (using the enclosed pre-paid envelope and, if applicable, enclosing any power of attorney or other authority under which it is signed, or a duly certified copy thereof), so as to be received by Equiniti no later than 11.45 a.m. on 25 April 2022 (see Note 5). Alternatively, you can submit your proxy electronically using the CREST electronic proxy appointment service (see Notes 7 to 9) or online using the identifiers above (see Note 10). **If the Form of Proxy or online proxy instruction, however submitted, is not received by this time, it will be invalid. If you have any questions, please contact the Shareholder Helpline (see Note 18).**

Notes to Form of Proxy

1. Terms defined in the Company's scheme circular dated 29 March 2022 (the "Scheme Document") shall apply equally in this Form of Proxy, unless the context otherwise requires. All times referred to in this Form of Proxy are in London time unless otherwise stated. You are advised to read the Scheme Document in full. It is available at www.mckaysecurities.plc.uk. Full details of the resolution to be proposed at the General Meeting, together with explanatory notes, are set out in the Notice of General Meeting at Part XI of the Scheme Document. Before completing this Form of Proxy, please also read the sections entitled "Action to be Taken" set out on pages 10 to 13 of the Scheme Document.
2. Only McKay Shareholders, or their duly appointed proxies or corporate representatives, are entitled to attend and vote at the General Meeting. Each McKay Shareholder has the right to appoint some other person(s) of their choice, who need not be a shareholder of the Company, as their proxy to exercise all or any of their rights to attend, submit questions and to vote on their behalf at the General Meeting. **McKay Shareholders are strongly encouraged to submit proxy appointments and instructions for the General Meeting as soon as possible, using any of the methods (by post, online or electronically through CREST) set out below. McKay Shareholders are also strongly encouraged to appoint "the Chair of the General Meeting" as their proxy.** If you wish to appoint as your proxy the Chair of the General Meeting, please leave the first box overleaf blank (do not insert yours, or anyone else's, name). If you wish to appoint as your proxy someone other than the Chair of the General Meeting, please insert their name in the first box overleaf and delete the words "the Chair of the General Meeting".
3. If the proxy is being appointed in relation to only part of your full voting entitlement, please enter in the box next to the proxy's name the number of McKay 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. Unless otherwise instructed, a person appointed as proxy will exercise their discretion as to any business (including any procedural business and any resolution to adjourn) which may come before the General Meeting. If no box is marked with a voting indication in relation to the Special Resolution, the proxy may exercise their discretion (to vote for, against or abstain from voting) in relation to the Special Resolution.
4. Entitlement to attend and vote (in person or by proxy) at the General Meeting or any adjournment thereof and the number of votes which may be cast at the General Meeting will be determined by reference to the register of members of the Company at 6.30 p.m. on 25 April 2022 or, if the General Meeting is adjourned, 6.30 p.m. on the date which is two Business Days before the date fixed for the adjourned meeting. Changes to the register of members after the relevant time (being the Voting Record Time) shall be disregarded in determining the rights of any person to attend and vote (in person or by proxy) at the General Meeting.
5. It is requested that this Form of Proxy (together with any power of attorney or other authority, if any, under which it is signed, or a duly certified copy thereof) be returned to the Company's Registrars, Equiniti, by post to Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA, so as to be received as soon as possible and in any event not later than 11.45 a.m. on 25 April 2022 (or, in the case of an adjournment of the General Meeting, 48 hours (excluding any part of such 48 hour period falling on a non-working day) before the time appointed for the adjourned meeting). **If the Form of Proxy (together with any power of attorney or other authority, if any, under which it is signed, or a duly certified copy thereof) is not received by Equiniti by this time, it will be invalid.**

All Named Holders

6. To appoint more than one proxy, an additional Form(s) of Proxy may be obtained by contacting the Shareholder Helpline using the details set out in Note 18 below or you may photocopy this Form of Proxy. Please indicate in the box next to the proxy holder's name (see overleaf) the number of McKay Shares in relation to which they are authorised to act as your proxy. Please also indicate by marking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.
7. McKay Shareholders who hold their shares in uncertificated form through CREST 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 (which can be viewed at www.euroclear.com). CREST personal members or other CREST sponsored members, and those CREST members who have appointed any 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.
8. 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 the specifications of Euroclear and must contain the information required for such instructions as described in the CREST Manual. The message (regardless of whether it constitutes the appointment of a proxy or an amendment to the instructions given to a previously appointed proxy) must, in order to be valid, be transmitted so as to be received by Equiniti (ID: RA19) not later than 48 hours (excluding any part of such 48 hour period falling on a non-working day) before the time fixed for the General Meeting or any adjournment thereof. 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 Equiniti are able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.
9. CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear 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 any voting service provider(s), to procure that his/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 the CREST system by any particular time. For further information on the logistics of submitting messages in CREST, 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 CREST Regulations.
10. As an alternative to completing and returning this Form of Proxy, proxies may be appointed electronically by logging on to the following website: www.sharevote.co.uk and following the instructions therein. For an electronic proxy appointment to be valid, the appointment must be received by Equiniti not later than 48 hours (excluding any part of such 48 hour period falling on a non-working day) before the time fixed for the General Meeting or any adjournment thereof. Full details of the procedure to be followed to appoint a proxy electronically are given on the website.
11. This Form of Proxy is for use in respect of the shareholder account specified overleaf only and should not be amended or substituted in respect of a different account. The address printed overleaf is how your address appears on the Register of Members. If this information is incorrect please contact the Registrars using the details set out in Note 18 below.
12. Any alterations made to this Form of Proxy should be initialled, including, where applicable, in the event of deletion of the words "the Chair of the General Meeting" where a proxy other than the Chair of the General Meeting has been appointed.
13. **The completion and return of this Form of Proxy (or transmission of a proxy appointment or voting instruction electronically, through CREST or by any other procedure described in the Scheme Document or this Form of Proxy) will not prevent you from attending, submitting questions and voting at the General Meeting in person, if you are entitled to and wish to do so.**
14. This Form of Proxy must be signed and dated by the shareholder or his/her attorney duly authorised in writing. If the shareholder is a company, it may execute this proxy by the signature(s) of a duly authorised officer or attorney of the Company whose capacity should be stated. Any power of attorney or other authority under which this Form of Proxy is signed (or a duly certified copy thereof) must be returned to the Registrars with this Form of Proxy. In the case of joint holders of McKay Shares, any one holder may sign this Form of Proxy. 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 of the Company in respect of the joint holding. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
15. As an alternative to appointing a proxy, any holder of McKay Shares which is a corporation may appoint one or more corporate representatives who may exercise on its behalf all its powers as a member, provided that if two or more corporate representatives purport to vote in respect of the same shares, if they purport to exercise the power in the same way as each other, the power is treated as exercised in that way, and in other cases the power is treated as not exercised.
16. The 'Vote Withheld' option is provided overleaf (and may be available on the CREST system) to enable you to abstain from voting. 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' the Special Resolution.
17. You may not use any electronic address provided either in the notice of General Meeting or any related documents (including this Form of Proxy) to communicate with the Company for any reason other than those expressly stated.
18. **If you have any questions about the Scheme Document or the General Meeting, or are in any doubt as to how to complete this Form of Proxy or to submit your proxies electronically or online, please contact the Company's Registrars, Equiniti, by calling the Shareholder Helpline on +44 (0)371 384 2050.** Lines are open between 8.30 a.m. and 5.30 p.m. Monday to Friday (except public holidays in England and Wales). Please use the country code when calling from outside the UK. Calls from outside the UK will be charged at the applicable international rate. Different charges may apply to calls from mobile telephones. Please note that calls may be monitored or recorded and Equiniti cannot provide advice on the merits of the Acquisition or the Scheme or give any financial, legal or tax advice.