

# ADMISSION CARD

## ARROW GLOBAL GROUP PLC – ANNUAL GENERAL MEETING 2020

You may submit your proxy electronically at [www.sharevote.co.uk](http://www.sharevote.co.uk)

The 2020 Annual General Meeting of Arrow Global Group PLC will be held at Arrow Global, 2nd Floor, 6 Duke Street, St James's, London SW1Y 6BN at 9:30am on 2 June 2020 (the "AGM").

Following the enactment of the Stay at Home Measures by the UK government on 26 March 2020 in response to the outbreak of COVID-19, shareholders will not be permitted to attend the AGM in person and anyone seeking to attend will be refused entry unless the measures are lifted by the date of the meeting and the Board considers it safe for shareholders to do so. The format of the meeting will be purely functional, involving the minimum possible number of attendees in person to allow the meeting to take place in accordance with legal requirements. Shareholders should vote by proxy and are asked to appoint the Chair of the meeting as their proxy, rather than a named person who will not be permitted to attend the meeting. Details on how to appoint a proxy can be found overleaf.

Given the situation is continuing to evolve, it may be necessary to change the arrangements for this year's AGM. Please check the Company's website and regulatory announcements for any further updates prior to the meeting.

### Notice of Availability

Annual Report 2019 and Notice of Annual General Meeting 2020 of Arrow Global Group PLC.

### IMPORTANT – PLEASE READ CAREFULLY

You can now access the Annual Report 2019 and Notice of Annual General Meeting 2020 by visiting this website:

[www.arrowglobal.net](http://www.arrowglobal.net)

This notification is introducing the resolutions contained in the Notice of Annual General Meeting 2020, which should be read before taking any decision. This notification is not a summary of the resolutions and should not be regarded as a substitute for reading the Notice of Annual General Meeting 2020.

Please note that all proxy appointments must be received by no later than 9:30am on 29 May 2020.

If you wish to receive a paper copy of the Annual Report 2019 and Notice of Annual General Meeting 2020, please contact:

Equiniti Limited  
Aspect House  
Spencer Road  
Lancing  
BN99 6DA

Signature of person attending

Barcode:

Shareholder  
Reference Number:

## FORM OF PROXY

### ARROW GLOBAL GROUP PLC (THE 'COMPANY') – ANNUAL GENERAL MEETING 2020

I/We being a member of the Company hereby appoint the Chair of the meeting or (see note 1 over)

Name of proxy

If more than one proxy is appointed, the number of shares in respect of which the proxy is appointed



Voting ID:

Task ID:

Shareholder Reference Number:

as my/our proxy to attend, speak and vote on my/our behalf at the AGM of the Company to be held at 9:30am on 2 June 2020 (the 'meeting') and at any adjournment of the meeting.

I/We direct my/our proxy to vote on the following resolutions as I/we have indicated by marking the appropriate box with an 'X'. If no indication is given, my/our proxy will vote or abstain from voting at his/her discretion and I/we authorise my/our proxy to vote (or abstain from voting) as he/she thinks fit in relation to any other matter which is properly put before the meeting.

If you wish to appoint multiple proxies please see note 2 over. Please also tick here if you are appointing more than one proxy

## RESOLUTIONS

Please mark 'X' to indicate how you wish to vote.

	For	Against	Withheld		For	Against	Withheld
1. To receive the report and accounts for the year ended 31 December 2019	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	9. To re-appoint KPMG LLP as auditor of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To approve the directors' remuneration report for the year ended 31 December 2019	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	10. To authorise the directors to agree the auditor's remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To elect Matt Hotson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	11. To authorise the Company to make political donations	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Jonathan Bloomer	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	12. To authorise the directors to allot shares up to specific limits	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Lee Rochford	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	13. To disapply statutory pre-emption rights (up to the customary 5% limit)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-elect Lan Tu	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	14. To disapply statutory pre-emption rights (up to the enhanced 5% limit)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-elect Maria Luís Albuquerque	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	15. To authorise the Company to purchase its own shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-elect Andrew Fisher	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	16. To authorise a general meeting (other than an annual general meeting) to be held on 14 clear days' notice	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Upon completion please return this form of proxy to Equiniti, Aspect House, Spencer Road, Lancing, BN99 6DA to arrive no later than 9:30am on 29 May 2020 or, if the meeting is adjourned, 48 hours (excluding non-working days) before the time set for the adjourned meeting.

Signature

Date

## Notes

These rights are subject to the Stay at Home Measures enacted by the UK Government on 26 March 2020 in response to the outbreak of COVID-19, as set out on page 1 of this document.

1. Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder as his/her proxy to exercise all or any of his/her rights, to attend, speak and vote on their behalf at the meeting. If you wish to appoint a person other than the Chair, please delete the words "Chair of the meeting" on the form of proxy and insert the name of your chosen proxy holder in the space provided (see over). If the proxy is being appointed in relation to less than your full voting entitlement, please enter 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 shareholder, the full voting entitlement for that designated account).
2. To appoint more than one proxy you may photocopy this form or request a further form from the Company's registrar by contacting them on their helpline number 0371-384-2030 at Equiniti, Aspect House, Spencer Road, Lancing, BN99 6DA. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you). Please also indicate (by ticking the relevant box) that you have appointed more than one proxy. All forms must be signed and should be returned together in the same envelope. A failure to specify the number of shares to which each proxy appointment relates or specifying a number in excess of those held by you may result in the appointment being invalid. You may not appoint more than one proxy to exercise rights attached to any one share.
3. The right to appoint a proxy does not apply to persons whose shares are held on their behalf by another person and who have been nominated to receive communication from the Company in accordance with section 146 of the Companies Act 2006 ("nominated persons"). Nominated persons may have a right under an agreement with the registered shareholder who holds shares on their behalf to be appointed (or to have someone else appointed) as a proxy. Alternatively, if nominated persons do not have such a right, or do not wish to exercise it, they may have a right under such an agreement to give instructions to the person holding the shares as to the exercise of voting rights.
4. You can only appoint a proxy using the procedures set out in these notes and the notice of AGM. This form enables you to instruct your proxy how to vote, whether on a show of hands or on a poll, on the resolutions to be proposed at the meeting. If you want your proxy to vote in a certain way on the resolutions specified please place an 'X' in the relevant boxes. If you fail to select any of the given options your proxy can vote as he or she chooses or can decide not to vote at all. The proxy can also do this on any matter which is properly put to the meeting. 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.
5. Entitlement to attend and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the Register of Members of the Company at 6:30pm on 29 May 2020. Changes to entries on the Register of Members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.
6. Shares held in uncertificated form (i.e. in CREST) may be voted through the CREST Proxy Voting Service in accordance with the procedures set out in the CREST manual (available at [www.euroclear.com](http://www.euroclear.com)).
7. The completion and return of this form will not preclude a member from attending the meeting and voting in person. If you attend the meeting in person, your proxy appointment will automatically be terminated.
8. 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.
9. This form must be signed and dated by the shareholder or his/her attorney duly authorised in writing. In the case of a shareholder which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
10. The Form of Proxy must arrive at Equiniti, Aspect House, Spencer Road, Lancing, BN99 6DA during usual business hours accompanied by any power of attorney under which it is executed (if applicable), or be submitted electronically by visiting [www.Sharevote.co.uk](http://www.Sharevote.co.uk) (where you will be asked to enter the Voting ID, Task ID and Shareholder Reference Number on your proxy form), no later than 9:30am on 29 May 2020 or, if the meeting is adjourned, 48 hours (excluding non-working days) before the time set for the adjourned meeting. In the case of a shareholder which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
11. If you prefer, you may return the proxy form to the Registrar in an envelope addressed to FREEPOST RTHJ-CLLL-KBKU, Equiniti, Aspect House, Spencer Road, Lancing, BN99 8LU no later than 48 hours (excluding non-working days) before the appointed time of the meeting. A postage stamp will not be required when mailing from the UK.



Freepost RTHJ-CLLL-KBKU  
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LANCING  
BN99 8LU