

# ROGUE BARON PLC

78 Pall Mall, St James's, London, SW1Y 5ES, United Kingdom  
(Incorporated in England and Wales as a public limited company under number 11726624)

## FORM OF PROXY

I/We (Block Letters) ..... of.....and entitled to vote, hereby appoint the Chairman, or .....as my/our proxy to vote on my/our behalf at the Annual General Meeting of the Company to be held at 78 Pall Mall, St James's, London, SW1Y 5ES on 29 July 2022 at 9am and at any adjournment thereof.

I/We direct that my/our vote(s) be cast on the Resolution as indicated by an **X** in the appropriate box.

RESOLUTIONS	<i>For</i>	<i>Against</i>	<i>Withheld</i>
1. To re-appoint PKF Littlejohn LLP as auditors and to authorise the Directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To re-elect Tomoya Daimon as Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To re-elect Ryan Dolder as Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Hamish Harris as Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Jon Smith as Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To approve the audited Statement of Accounts and the Reports of the Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To authorise the Directors to allot shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To disapply statutory pre-emption rights*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

\*Special Resolution

**SIGNATURE** .....**DATE**.....

### Notes:

- (1) A member entitled to attend, speak and vote is entitled to appoint a proxy to attend, speak and vote on his behalf. A proxy need not be a member of the Company.
- (2) Forms of proxy, together with any power of attorney or other authority under which it is executed or a notarially certified copy hereof, must be completed and, to be valid, must reach the Company's Registrars, Neville Registrars Limited at Neville House, Steelpark Road, Halesowen, B62 8HD not less than 48 hours (excluding non-working days) before the time appointed for the holding of the meeting which is on 29 July 2022 at 9am.
- (3) If the appointor is a corporation, the form of proxy must be under its common seal or under the hand of an officer or attorney duly authorised.
- (4) The appointment of a proxy does not preclude a member from attending and voting at the meeting.
- (5) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote of the other registered holder(s) and for this purpose seniority shall be determined by the order in which the names stand in the register of members.
- (6) Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001 (SI 2001/3755). Reg. 41(1) and (2), only those shareholders on the Register of Shareholders on 27 July 2022 at 9am shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their names at that time. If the meeting is adjourned by more than 48 hours, then to be so entitled, shareholder must be entered on the Company's Register of Shareholders at the time which is 48 hours (excluding non-working days) before the time appointed for holding the adjourned meeting or, if the Company gives notice of the adjourned meeting, at the time specified in that notice.
- (7) You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, you should contact the Company's Registrars at the address given in Note 2 above and make necessary arrangements.
- (8) As at the close of business on 5 July 2022 (the last business day prior to the publication of this notice), the Company's issued ordinary share capital comprised 90,043,076 ordinary shares of 0.1p each. Each ordinary share carries the right to one vote at a general meeting of the Company and, therefore, the total number of voting rights in the Company as at the time and date given above is 90,043,076.