

# 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 18 May 2023 at 11am 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.

	<i>For</i>	<i>Against</i>	<i>Withheld</i>
1. Ordinary Resolution – 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. Ordinary Resolution – To re-elect Charles Ainslie Wood as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Ordinary Resolution – To approve the audited Statement of Accounts and the Reports of the Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Ordinary Resolution – To grant the Directors authority to allot shares in the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Special Resolution – To dis-apply statutory pre-emption rights in respect of the authority to allot shares in the Company, as conferred by resolution 4.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Unless otherwise directed, and in respect of any other resolution properly moved at the Meeting, the proxy will vote, or may abstain from voting, as he thinks fit.

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

### NOTICE OF AVAILABILITY

The Notice of Annual General Meeting to which this Proxy Form relates and the Report and Accounts are available on the Company's website at <https://roguebaron.com/>

### 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 18 May 2023 at 11am.
- (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 16 May 2023 at 11am 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 19 April 2023 (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 £0.001 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.