

## FORM OF PROXY

# ERGOMED PLC

Before completing this form, please read the explanatory notes overleaf. Your attention is drawn particularly to notes 1 and 3.

I/We .....(BLOCK CAPITALS)

of .....(BLOCK CAPITALS)

being (a) member(s) of Ergomed plc (the "**Company**"), hereby appoint the Chairman of the meeting, OR .....  
.....(see note 3) as my/our proxy to attend, speak and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on 10 June 2021 at 9:30 a.m. and at any adjournment thereof.

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" below. If no indication is given, my/our proxy will vote or abstain from voting at his or her discretion and I/we authorise my/our proxy to vote (or abstain from voting) as he/she thinks fit in relation to any matter which is put before the meeting.

Please tick here if this proxy appointment is one of multiple appointments being made

Resolutions	For	Against	Vote Withheld
1. To receive and adopt the accounts and reports for the year ended 31 December 2020.			
2. To reappoint KPMG, Dublin as the auditors of the Company and to authorise the Board of Directors to determine their remuneration.			
3. To reappoint Llew Keltner as a director of the Company.			
4. To reappoint Miroslav Reljanović as a director of the Company.			
5. To authorise the Directors to allot shares pursuant to section 551 of the Companies Act 2006 subject to the restrictions set out in the notice of meeting.			
6. To disapply statutory pre-emption rights pursuant to section 570 of the Companies Act 2006 subject to the restrictions set out in the notice of meeting.			
7. To disapply statutory pre-emption rights pursuant to section 570 of the Companies Act 2006 in connection with an acquisition or other capital investment subject to the restrictions set out in the notice of meeting.			

Signature:..... Dated:.....

Names of joint holders (if any): .....

## Notes

1. As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes. **Due to possible attendance restrictions at the meeting, you are strongly advised to appoint the Chairman of the meeting as your proxy to ensure that your vote is counted.**
2. Please indicate with an 'X' in the appropriate boxes how you wish the proxy to vote. The "Vote Withheld" box enables you to abstain from voting on any particular resolution. A vote withheld is not a vote at law, which means your vote will not be counted in the calculation of votes for or against the resolution. The proxy will exercise his/her discretion as to how he/she votes or whether he/she abstains from voting:
  - 2.1 on any resolution referred to above if no instruction is given in respect of that resolution; and
  - 2.2 on any business or resolution considered at the meeting other than the resolutions referred to above.
3. If you insert no name then you will have appointed the Chairman of the meeting as your proxy. If you wish to appoint someone other than the Chairman of the meeting as your proxy please insert their full name **but please note that due to attendance restrictions that may apply at the meeting, you are strongly advised to appoint the Chairman of the meeting as your proxy to ensure that your vote is counted.**
4. To be effective, 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, should be completed and signed, sent or delivered to the Company's Registrar, Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR, or scanned and emailed to [voting@shareregistrars.uk.com](mailto:voting@shareregistrars.uk.com), not later than 48 hours (excluding weekends and bank holidays) before the time appointed for holding the meeting. Please state "Ergomed plc AGM" and your name in the subject line of your email. If the meeting should be adjourned, this form of proxy, if not previously lodged, will be effective for use at the adjourned meeting as long as it is lodged, duly completed and signed, as set out above no later than 48 hours (excluding weekends and bank holidays) before the adjourned meeting, and if there should be a poll on any of the resolutions which is taken otherwise than at or on the same day as the meeting or adjourned meeting this form will be effective, if not previously lodged, for use at the poll as long as it is lodged, duly completed and signed, as set out above not later than 24 hours (excluding weekends and bank holidays) before the time appointed for the taking of the poll. UK members may return the form of proxy in the enclosed business reply envelope to Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR. Outside the UK, the appropriate postage must be paid, if the form of proxy is returned by post.
5. In the case of a corporation, the form of proxy must be executed under its common seal or under the hand of an officer or attorney duly authorised in writing.
6. In the case of joint holders the signature of any of them will suffice, but the names of all joint holders should be shown. The vote of the senior joint holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
7. A shareholder may appoint more than one proxy in relation to the meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares. To appoint more than one proxy, each proxy must be appointed by means of a separate form. Additional forms may be obtained from Share Registrars Limited. Alternatively, you may photocopy this form of proxy. Please indicate the proxy'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 tick the box if this proxy appointment is one of multiple appointments being made. All forms of proxy must be signed and should be returned together in the same envelope. If you are only appointing one proxy, the appointment will be taken to be for your full holding.
8. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the meeting to be held on Thursday, 10 June 2021 at 9.30 a.m. and any adjournment thereof by using the procedures described in the CREST Manual. CREST personal members or other CREST sponsored members, and those CREST members who have appointed a voting service provider, should refer to their CREST sponsors or voting service provider(s), who will be able to take the appropriate action on their behalf.
9. For details of how to revoke your proxy appointment see the notes to the notice of the meeting
10. Pursuant to Regulation 41 of the Uncertified Securities Regulations 2001 entitlement to attend and vote at the meeting and the number of votes that may be cast at the meeting will be determined by reference to the register of members of the Company at 9:30 a.m. on Tuesday 8 June 2021 or no later than 48 hours (excluding weekends and bank holidays) before the time and date of any adjourned meeting. Changes to the register of members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting (or adjourned meeting).
11. You may not use any electronic address provided in this proxy form to communicate with the Company for any purposes other than those expressly stated.