

# OPTIBIOTIX HEALTH PLC

## PROXY FOR USE AT THE ANNUAL GENERAL MEETING

Please insert **I/We** .....(FULL NAME(S) – PLEASE USE BLOCK LETTERS)

**of** .....(ADDRESS – PLEASE USE BLOCK LETTERS)

being (a) member(s) of **OPTIBIOTIX HEALTH PLC** (company number 5880755) ("**Company**") hereby appoint the chairman of the general meeting or (**see note 3**)

.....(NAME & ADDRESS – PLEASE USE BLOCK LETTERS)

as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting of the Company ("**Meeting**") to be held at the offices of Walbrook PR Ltd, 4 Lombard Street, London, EC3V 9HD on 9 July 2020 at 11.00 a.m. and at any adjournment thereof.

I/We request such proxy to vote on the following resolutions in the manner specified below (see note 3):

ORDINARY RESOLUTIONS	FOR	AGAINST	WITHHELD
1. To receive the Company's Report and Accounts for the period ended 31 December 2019.			
2. To re-elect Stephen O'Hara, who retires by rotation, as a Director.			
3. To re-elect Neil Davidson, who retires by rotation, as a Director			
4. To re-appoint Jeffrey's Henry LLP as auditors of the Company and to authorise the Directors to determine their remuneration.			
SPECIAL RESOLUTIONS			
5. That the Directors be authorised to allot shares in the Company pursuant to section 551 of the Companies Act 2006.			
6. Subject to passing resolution 6, the Directors are generally empowered pursuant to section 570 of the Act to allot equity securities for cash.			

Enter number of shares in relation to which your proxy is authorised to vote or leave blank to authorise your proxy to act in relation to your full entitlement.

Number of shares:

Please also tick this box if you are appointing more than one proxy.

Signed .....(**see note 3**) Date .....2020

Joint holders (if any) (**see note 4**)

Name: ..... Name: .....

Name: ..... Name: .....

Notes:

### 1. Entitlement to attend and vote

Unless Government guidance changes before the date of the meeting, there will only be two physical attendees at the meeting. Accordingly, you may only appoint one of these two attendees as your proxy. You may appoint either 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 may photocopy this form. 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 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.

### 2. Appointment of proxies

To appoint as your proxy a person other than the Chairman of the meeting, insert "CEO" in the box. If you sign and return this proxy form with no name inserted in the box, the Chairman of the meeting will be deemed to be your proxy. If you wish your proxy to make any comments on your behalf, you will need to appoint the Company Secretary rather than the Chairman and give them the relevant instructions directly.

If you do not give your proxy an indication of how to vote on any resolution, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the Meeting.

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. For further proxy forms, please contact Share Registrars Ltd, The Courtyard, 17 West Street, Farnham GU9 7DR.

### 3. Completing the proxy form

To appoint a proxy using the proxy form, the form must be:

- completed and signed;
- sent or delivered to Share Registrars Limited, Share Registrars Ltd, The Courtyard, 17 West Street, Farnham GU9 7DR.
- Scanned or photographed and emailed to voting@shareregistrars.uk.com.
- received by Share Registrars Limited no later than 48 hours excluding non business days prior to the Meeting.

In the case of a member 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.

Any alteration to this proxy form must be initialled by the person in whose hand it is signed or executed.

### 4. Appointment of proxy by joint members

In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).

### 5. Changing proxy instructions

To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also applies in relation to amended instructions. Any amended proxy appointment received after the relevant cut-off time will be disregarded.

Where you have appointed a proxy and would like to change the instructions using another proxy form, please contact Share Registrars Limited, Share Registrars Ltd, The Courtyard, 17 West Street, Farnham GU9 7DR.

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.

### 6. Termination of proxy appointments

In order to revoke a proxy instruction given by proxy form you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Share Registrars Ltd, The Courtyard, 17 West Street, Farnham GU9 7DR.

In the case of a member which is a company, the revocation notice 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 revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.

The revocation notice must be received by Share Registrars Limited no later than 48 hours excluding non business days before the time fixed for the Meeting.

If you attempt to revoke your proxy appointment but the revocation is received after the time specified in these notes, then your proxy appointment will remain valid.



Business Reply  
Licence Number  
RTUJ-ZUTR-YXAU



Share Registrars Ltd  
The Courtyard  
17 West Street  
Farnham  
GU9 7DR