

IAM Capital Group Plc (the “Company”)

ANNUAL GENERAL MEETING 2021

Proxy Form

This form is for the exclusive use of shareholders of the Company who appear in the Company’s registry of shareholders. Before completing this form, please read the explanatory notes overleaf

I/We

(NAME IN BLOCK CAPITALS INCLUDING ACCOUNT NOMINEE DETAILS IF RELEVANT)

of

(INSERT ADDRESS)

being a shareholder of the Company appoint the Chairman of the meeting or (see note 3) as my/our proxy to attend, speak and vote on my/our behalf at the Annual General Meeting of the Company to be held at **11 am on 20 September 2021** at the offices of the Company at 4 Hill Street, London W1J 5NE via videoconference 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 or her discretion and I/we authorise my/our proxy to vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.

Resolutions Ordinary Business	For (see note 5)	Against (see note 5)	Vote Withheld (see note 5)	Discretion (see note 5)
1. To receive and adopt the Company’s annual accounts and the Directors and Auditors’ report thereon.				
2. To reappoint Sopher +Co LLP as Auditors of the Company.				
3. To authorise the Directors to fix the remuneration of the Auditors.				
4. To authorise the Directors to allot shares and equity securities as set out in the notice of the meeting.				
SPECIAL RESOLUTION				
5. To enable the Directors to allot equity securities for cash, free from pre-emption rights, as set out in the notice of the meeting.				

Signature Date

Notes to the proxy form

1. As a shareholder of the Company you are entitled to appoint a proxy (or proxies) 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.
2. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
3. A proxy does not need to be a shareholder of the Company but must attend the meeting to represent you. To appoint as your proxy a person other than the Chairman of the meeting, insert their full name in the space provided. If you sign and return this proxy form with no name inserted in the space provided, the Chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give them the relevant instructions directly.
4. 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 may photocopy this form. Please mark (and initial) each proxy form clearly with the number of shares held by you in relation to which each proxy is appointed.
5. To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. To abstain from voting on a resolution, select the relevant "Vote withheld" box. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If you either select the "Discretion" option or if no voting indication is given, 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.
6. To appoint a proxy using this form, the form and any authority under which it is executed (or a duly certified copy of such authority) must be:
 - completed and signed;
 - sent or delivered by hand to the attention of the Company Secretary at IAM Capital Group Plc, 4 Hill Street, London W1J 5NE and
 - received by the Company no later than **3 pm on 10 of September 2021.**
7. In the case of a shareholder which is a company, this 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 this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
8. 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 shareholders in respect of the joint holding (the first-named being the most senior).
9. 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.
10. For details of how to change your proxy instructions or revoke your proxy appointment see the notes to the notice of meeting.
11. You may not use any electronic address provided in this proxy form, the notice of the meeting or the accompanying documents to communicate with the Company for any purposes other than those expressly stated.

If you have any questions, please do not hesitate to contact the Company Secretary Mr. J. Verkleij, email: legal@iamcapital.com phone: +44 (0) 20 7514 9200