

**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 [www.idoxgroup.com](http://www.idoxgroup.com)

**NOTES TO THE FORM OF PROXY**

- 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. **Members are strongly encouraged to appoint the 'Chair of the Meeting' as their proxy rather than a named person who will not be permitted to attend the Meeting.**
- 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. **As a result of the UK Government guidance and legislation in respect of COVID-19, attendance in person at the Meeting will not be possible this year. Members are strongly encouraged to appoint the 'Chair of the Meeting' as their proxy rather than a named person who will not be permitted to attend the Meeting.**
- A proxy does not need to be a member 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 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. 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. **Members are strongly encouraged to appoint the 'Chair of the Meeting' as their proxy rather than a named person who will not be permitted to attend 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. To appoint more than one proxy, please contact Neville Registrars Limited, Neville House, Steelpark Road, Halesowen B62 8HD.
- To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. 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.
- To appoint a proxy using this form, the form must be:
  - completed and signed;
  - sent or delivered to Neville Registrars Limited;
  - by post to Neville House, Steelpark Road, Halesowen B62 8HD, and
  - received by Neville Registrars Limited no later than 10:30 a.m. on 16 March 2021.
- In the case of a member 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.
- 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).
- 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.
- To change your proxy instructions simply submit a new proxy appointment using the method 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. If you would like to change the instructions, please contact Neville Registrars Limited, Neville House, Steelpark Road, Halesowen B62 8HD. 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.
- In order to revoke a proxy instruction you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Neville Registrars Limited, Neville House, Steelpark Road, Halesowen B62 8HD. 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 Neville Registrars Limited no later than 10:30 a.m. on 16 March 2021. If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid. 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.

**The Board is closely monitoring the continuing COVID-19 situation and public health concerns in the United Kingdom, including the related public health guidance and legislation issued by the UK Government. At the time of publication, government measures are in force to restrict physical public gatherings. In light of these measures, the Meeting will be run as a closed meeting and members will not be able to attend. The Company will make arrangements such that the legal requirements to hold the meeting can be satisfied through the attendance of a minimum number of members. Members are therefore strongly encouraged to submit a proxy vote in advance of the Meeting and are strongly encouraged to appoint the 'Chair of the Meeting' as their proxy rather than a named person who will not be permitted to attend the Meeting.**

Please complete and return this Form of Proxy to the Registrars of the Company at the address shown overleaf. Alternatively, if no address is shown overleaf please use the reply paid envelope provided. If documents are posted outside the United Kingdom, please return it in an envelope using the address shown in note 6 above and pay the appropriate postage charge.

**Idox plc**

(Incorporated and Registered in England and Wales under the Companies Act 1985 with registered number 03984070)

**FORM OF PROXY**

I/We \_\_\_\_\_ being (a) member(s) of the Company and entitled to vote at the Annual General Meeting, hereby appoint

(Please only complete if appointing someone other than the Chairman of the Meeting)

or failing him/her, the Chairman of the Meeting as my/our proxy, to attend, speak and vote for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on 18 March 2021 at Idox plc, 2nd floor, 1310 Waterside, Arlington Business Park, Theale, RG7 4SA at 10:30 a.m. and at any adjournment thereof.

**Resolutions (\*Special Resolutions)**

	FOR	AGAINST	WITHHELD		FOR	AGAINST	WITHHELD
1 To receive and adopt the statement of accounts for the year ended 31 October 2020 together with the reports of the directors and auditors thereon	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	8* To authorise the Company to make market purchases (within the meaning of section 693(4) of the Companies Act 2006) of its ordinary shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 To approve the directors' remuneration report for the year ended 31 October 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
3 To declare a final dividend of 0.3 pence per share in the capital of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
4 To re-appoint Deloitte LLP as auditors and to authorise the directors of the Company to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
5 To authorise the directors of the Company to allot Relevant Securities within the meaning of section 551 of the Companies Act 2006	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
6* To disapply the pre-emption provisions of section 561(1) of the Companies Act 2006 for any such allotment	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
7* To disapply the pre-emption provisions of section 561(1) of the Companies Act 2006 in relation to acquisitions or other capital investments	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				

Mark this box with an "X" if you are appointing more than one Proxy:

Signed:

Leave blank to authorise your Proxy to act in relation to your full entitlement or enter the number of shares in relation to which your Proxy is authorised to vote:

Date:

DD - MM - YY



>123-0  
Name  
Address 1  
Address 2  
Address 3  
Address 4  
Address 5  
Address 6

Business Reply Plus  
Licence Number  
RSTY-SAKX-RZSL



NR 1 1 1

Neville Registrars Limited  
Neville House  
Steelpark Road  
Halesowen  
B62 8HD