

NOTICE OF AVAILABILITY

The Notice of General Meeting and Scheme Document to which this Proxy Form relates are available on the Company's website at www.idoxgroup.com



NOTES TO THE FORM OF PROXY

- 1 Terms defined in the Scheme Document shall apply equally in this form unless the context otherwise requires. Full details of the Resolution are set out, together with explanatory notes, in the Notice of General Meeting contained in Part Ten of the Scheme Document. Before completing this form, please also read paragraph 6 and paragraph 16 of Part Two (Explanatory Statement) of the Scheme Document.
- 2 Any changes to the arrangements for the General Meeting will be communicated to shareholders before the meeting through the Company's website <https://www.idoxgroup.com/investors/> and, where appropriate, through a Regulatory Information Service.
- 3 If you wish to appoint any person(s) (who need not be a shareholder of the Company) as your proxy other than by electronic means, please detach the attached proxy form, fill it in and send it, along with any power of attorney or authority under which it is executed (or duly certified copy thereof), by post or, during normal business hours only, by hand, to the Company's Registrars, Neville Registrars Limited, Neville House, Steelpark Road, Halesowen B62 8HD, so as to be received as soon as possible and not later than 10:15 a.m. on 11 December 2025 (or if the General Meeting is adjourned, 48 hours (excluding any part of such 48-hour period falling on a non-working day) before the time appointed for the adjourned General Meeting).
- 4 If this proxy form is not lodged by the relevant time, it will be invalid.
- 5 As an alternative to completing this hard copy proxy form you can appoint a proxy or proxies electronically by registering the proxy with Neville Registrars Limited at www.sharegateway.co.uk using your personal proxy registration code (Activity Code) shown below. For an electronic proxy appointment to be valid, the appointment must be received by Neville Registrars Limited no later than 10:15 a.m. on 11 December 2025 or, if the General Meeting is adjourned, 48 hours (excluding any part of such 48-hour period falling on a non-working day) before the time appointed for the adjourned General Meeting).
- 6 If you hold Idox Shares in uncertificated form through CREST and wish to appoint a proxy or proxies for the General Meeting (or any adjournment thereof) using the CREST electronic proxy appointment service, you may do so by using the procedures described in the CREST Manual. The CREST message must be received by Neville Registrars, (participant ID 7RA11) not later than 48 hours (excluding any part of such 48-hour period falling on a non-working day) before the time fixed for the General Meeting or any adjournment thereof. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which Neville Registrars is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. The Company may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.
- 7 Each eligible member of the Company is entitled to appoint a proxy in respect of some or all of their Idox Shares and may also appoint more than one proxy, provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that member. To appoint more than one proxy, (an) additional proxy form(s) may be obtained by contacting Neville Registrars on 0121 585 1131 (calls to this number are charged at the standard national rate and will vary by provider). The helpline is open between 9.00 a.m. and 5.00 p.m., Monday to Friday, excluding public holidays in England and Wales. Please indicate in the box provided the number of shares in relation to which he/she is authorised to act as your proxy. Please also indicate, by putting an "X" in the box provided, if the proxy appointment is one of multiple appointments being made. All forms must be signed and should be returned together in the same envelope. Alternatively, you may photocopy this proxy form.
- 8 To be valid, this form must be signed by the appointor or his/her attorney duly authorised in writing or, if the appointor is a corporation, this form must be executed either in accordance with section 44 of the Companies Act 2006 or under the hand of an officer, attorney or other person duly authorised to sign it.
- 9 If this Form of Proxy is returned duly signed but without any indication as to how the person appointed proxy shall vote, the person will exercise their discretion as to how they will vote and whether or not they abstain from voting.
- 10 If two or more valid forms of proxy are delivered in respect of the same share, the one which was delivered last (regardless of the date of its execution) will be valid.
- 11 In the case of joint holders, the signature of any one holder will be sufficient. The vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of any other joint holders. For these purposes, seniority shall be determined by the order of the names standing in the register of members of the Company.
- 12 In the case of a corporation, this Form of Proxy may be executed under its common seal or signed on its behalf by a duly authorised officer of the corporation or attorney duly authorised in writing. In the case of an individual, the Form of Proxy must be signed by the individual or his/her attorney.
- 13 Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, only those shareholders registered in the register of members of the Company at 6.00 p.m. on 11 December 2025 shall be entitled to attend, participate and vote at the General Meeting in respect of the number of shares registered in their respective names at that time. If the meeting is adjourned to a time not more than 48 hours (excluding any part of such 48-hour period falling on a non-working day) after 6.00 p.m. on 11 December 2025, that time will also apply for the purpose of determining the entitlement of members to attend and vote (and for the purposes of determining the number of votes they may cast) at the adjourned meeting. Changes to the register of members of the Company after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the General Meeting.
- 14 Alterations to the proxy form must be initialed by the person who signed it.
- 15 The completion and return of a Form of Proxy by post (or transmission of a proxy appointment or voting instruction electronically, online, through CREST or by any other procedure) will not prevent you from attending and voting at the General Meeting if you are entitled to and wish to do so. You must inform the registrars in writing of any termination of the authority of a proxy. Unless otherwise indicated on the Form of Proxy or, CREST or any other electronic voting instruction, the proxy will vote as they think fit or, at their discretion, withhold from voting.
- 16 If you indicate that you want your vote withheld, your proxy may abstain from voting and therefore there is no vote at law to be counted in the calculation of the proportion of votes for and against the Resolution.
- 17 Any corporation which is a member can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a shareholder provided that they do not do so in relation to the same shares.
- 18 If you have any questions regarding the completion of the proxy form, please call Neville Registrars on 0121 585 1131. Calls to this number are charged at the standard geographic rate and will vary by provider. Calls from outside the UK will be charged at the applicable international rate. The helpline is open between 9.00 a.m. and 5.00 p.m., Monday to Friday, excluding public holidays in England and Wales. Please note that Neville Registrars cannot provide any financial, legal or tax advice and calls may be recorded and monitored for security and training purposes.

If you wish to appoint a proxy please complete and return this Form of Proxy to Neville Registrars using the pre-paid envelope provided. If documents are posted outside the United Kingdom, please return this Form of Proxy in an envelope to Neville Registrars, Neville House, Steelpark Road, Halesowen B62 8HD 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 General Meeting, hereby appoint

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

or failing him/her, the Chair of the Meeting as my/our proxy, to attend, speak and vote for me/us and on my/our behalf at the General Meeting of the Company, to be held on 15 December 2025 at MHP Group, Ground Floor, 60 Great Portland Street, London W1W 7RT at 10:15 a.m. (or as soon thereafter as the Court Meeting concludes or is adjourned) and at any adjournment thereof.

Special Resolution

- 1

To authorise the directors of the Company (or a duly authorised committee of the directors of the Company) to take all such action as they may consider necessary or appropriate for carrying the Scheme into effect and to amend the articles of association of the Company as set out in the notice of General Meeting
- FOR

AGAINST

WITHHELD

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Your Personal Proxy Registration Code is: ABCD-123-EFG

If you are planning to attend the General Meeting, please tick the following box: ☐

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 Idox Shares in relation to which your proxy is authorised to vote:
Date:

D

I

D

-

M

M

-

Y

Y



Attendance Card

Name
Address 1
Address 2
Address 3
Address 4
Address 5
Address 6

If you plan to attend the General Meeting, please bring this card with you to ensure you gain entry as quickly as possible.

Please present this card at the registration desk. It will be used to show that you have the right to attend, speak and vote at the General Meeting.

