

essensys plc

Annual General Meeting

The Annual General Meeting (AGM) is to be held at 9.30 a.m. on 7 December 2023 at the Company's Registered Office at Aldgate Tower, 7th Floor, 2 Leman Street, London, E1 8FA, United Kingdom.

AGM arrangements

Shareholders wishing to attend the meeting in person are asked to notify the Company of their proposed attendance by no later than 9.30 a.m. on 5 December 2023 via email with the subject "AGM" to company.secretary@essensys.tech to assist in the smooth running of the meeting.

The Company encourages all shareholders to vote on the resolution by proxy before the deadline of 9:30 a.m. on 5 December 2023.

In addition to the physical Annual General Meeting, the proceedings of this year's AGM will be broadcast via the Investor Meet Company platform. Shareholders are encouraged to register for the video conference at <https://www.investormeetcompany.com/essensys-plc/register-investor>. Although the broadcast will not be an interactive forum, shareholders are invited to submit questions to the Board on matters to be discussed at the AGM via email to company.secretary@essensys.tech by no later than 9.30 a.m. on 5 December 2023. Please title your email "essensys plc AGM" or submitted via the Investor Meet Company Platform: <https://www.investormeetcompany.com/essensys-plc/>.

Notice of availability

Please note that, depending on your election, hard copies of essensys plc's 2023 Annual Report and Accounts which includes the Notice of 2023 Annual General Meeting may not be enclosed. The documents are, however, available on the company's website at <https://essensys.tech/investors/company-documents/>.

Deadline for receipt of Form of Proxy

The deadline for the receipt of your Form of Proxy for the 2023 AGM by our registrars, Equiniti Limited, is 9:30 a.m. on 5 December 2023. Further details relating to the appointment of proxies are provided in the notes to the Form of Proxy which are printed overleaf.

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FORM OF PROXY essensys plc

(Incorporated in England and Wales under the Companies Act 2006 with registered number 11780413)

SHAREHOLDER REFERENCE NUMBER

For use at the Annual General Meeting ("AGM") of essensys plc (the "Company") to be held at the Company's Registered Office at Aldgate Tower 7th Floor, 2 Leman Street, London, E1 8FA on 7 December 2023 at 9:30 a.m.

I/We (being (a) holder(s) of ordinary shares of £0.0025 each in the capital of the Company ("Ordinary Shares") hereby appoint the Chairman of the AGM or (See Note 1)

[NAME]

[ADDRESS]

as my/our proxy to vote for me/us on my/our behalf at the AGM and at every adjournment thereof. I/We wish my/our proxy to vote as shown below in respect of the resolutions set out in the notice of the AGM.

Ordinary Resolutions	For	Against	Vote Withheld
1. To receive the Reports of the Directors and the Financial Statements for the year ended 31 July 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To approve the Directors' Remuneration Report for the year ended 31 July 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To re-elect Mark Furness as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Jonathan Lee as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Sarah Harvey as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-elect Charles Butler as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-elect Alexandra Notay as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-elect Elizabeth Sandler as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. To re-appoint BDO LLP as auditor.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To authorise the Directors to determine audit fees.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To authorise the Directors to allot equity securities.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolutions			
12. To authorise Directors to disapply pre-emption rights in certain circumstances.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. To authorise the Company to make market purchases.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The 'vote withheld' option is provided to enable you to instruct your proxy not to vote on any particular resolution, however it should be noted that a vote withheld is not a valid vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.

Date 2023

Signature

Notes:

1. Every shareholder is entitled to appoint one or more proxies to attend, speak and vote in his or her stead at the meeting. If no name is entered in the box provided the return of this form, duly signed, will authorise the Chairman of the meeting to act as your proxy. If you wish to appoint some other person as your proxy please insert his/her name, initial and strike out the words 'the Chairman of the Meeting'. A proxy need not be a member of the Company and appointing a proxy will not preclude you from personally attending and voting at the meeting (in substitution for your proxy vote) if you subsequently decide to do so.
2. Please indicate with an X in the appropriate box how you wish your vote to be cast. Unless otherwise instructed the appointed proxy will exercise their discretion as to whether, and if so how they will vote. Unless instructed otherwise, the proxy may also vote or abstain from voting as they think fit on any other business which may properly come before the meeting (including amendments to resolutions). You may appoint more than one proxy provided each proxy is appointed to exercise rights attaching 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 the Registrars of the Company as detailed in note 4 below.
3. This Form of Proxy must, in the case of an individual, be signed by the appointer or his/her attorney or, in the case of a corporation, be given under its common seal or signed on its behalf by an attorney or a duly authorised officer or, if it is subject to the Companies Act 2006 (as amended), in accordance with Section 44 thereof.
4. To be valid this Form of Proxy and any power of attorney or other authority under which it is executed (or a duly notarised copy thereof) must be lodged with the Company's Registrars, Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA no later than 9:30 a.m. on 5 December 2023 or not less than 48 hours (excluding weekends and public holidays in England and Wales) before the time appointed for the adjourned meeting at which it is to be used. If you need any assistance, please call Equiniti Limited on +44 (0)371 384 2030 (or, if calling from overseas, please ensure the country code is used). Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate.

5. In the case of joint holders of a share the vote of the senior 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 statutory register of members in respect of the share.
6. Any alteration in this Form of Proxy must be initialled by the person in whose hand it is signed or executed.
7. CREST members who wish to appoint a proxy or proxies by using the CREST electronic appointment service may do so by using the procedures described in the CREST Manual. To be valid, the appropriate CREST message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instructions given to a previously appointed proxy, must be transmitted so as to be received by Equiniti (ID RA1 9) by 9:30 a.m. (UK time) on 5 December 2023. See the notes to the Notice of the AGM for further information on proxy appointments through CREST.
8. The 'Vote Withheld' option is provided to enable you to abstain on any resolution. However, it should be noted that a 'Vote Withheld' is not a vote in law and is not counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.



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