

essensys plc

Annual General Meeting

The Annual General Meeting (AGM) is to be held at 9.30 a.m. on 2 December 2021 at the Company's Registered Office at Aldgate Tower 7th Floor, 2 Leman Street, London, E1 8FA.

AGM arrangements

Despite the relaxation of social distancing and gathering restrictions earlier this year, there remains some uncertainty as to what regulations or public health guidance may be in place at the time of the AGM, given the possibility of changing Covid-19 case numbers after the time of publication of the Notice of the AGM. In light of this uncertainty, the Board strongly encourages shareholders to consider carefully whether it is necessary for them to travel to and attend the AGM in person this year. Any changes to this position will be announced via RNS and will be available at: <https://essensys.tech/investors/regulatory-news/>. We strongly encourage shareholders to submit a proxy vote in advance of the AGM and to appoint the Chairman of the meeting as their proxy, rather than a named person who, if circumstances change, may not be able to attend the meeting. Questions can be emailed to companysecretary@essensys.tech by no later than 9.30 a.m. on 30 November 2021, 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 2021 Annual Report and Accounts and Notice of 2021 Annual General Meeting may not be enclosed. Both 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 2021 AGM by our registrars, Equiniti Limited, is 9.30 a.m. on 30 November 2021. Further details relating to the appointment of proxies are provided in the notes to the Form of Proxy which are printed overleaf.

Perivan 262199

FORM OF PROXY essensys plc

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

VOTING ID

TASK ID

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 2 December 2021 at 9.30 a.m.

I/We (name(s) in full)

.....
(BLOCK LETTERS)

of.....
(ADDRESS)

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)

* of
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

- To receive the Reports of the Directors and the Financial Statements for the year ended 31 July 2021.
- To approve the report on Directors' remuneration for the year ended 31 July 2021.
- To re-elect Mark Furness as a Director.
- To re-elect Jonathan Lee as a Director.
- To re-elect Alan Pepper as a Director.
- To re-elect Charles Butler as a Director.
- To re-elect Alexandra Notay as a Director.
- To re-elect Elizabeth Sandler as a Director.
- To re-appoint BDO LLP as auditor.
- To authorise the Directors to determine audit fees.
- To authorise the Directors to allot equity securities.

For Against Vote Withheld

	For	Against	Vote Withheld
1.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Special Resolutions

- To authorise Directors to disapply pre-emption rights in certain circumstances.
- To authorise the Company to make market purchases.

	For	Against	Vote Withheld
12.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13.	<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

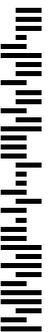
2021

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. **You are strongly advised to appoint the Chairman of the meeting to act as your proxy** rather than a named person who, if circumstances change, may not be able to attend 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 30 November 2021 or not less than 48 hours (excluding weekends and public holidays in England) before the time appointed for the adjourned meeting at which it is to be used.

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 RA19) by 9.30 a.m. (UK time) on 30 November 2021. See the notes to the Notice of the AGM for further information on proxy appointments through CREST.
8. As an alternative to completing the hard-copy Proxy Form, you can appoint a proxy electronically by visiting www.sharevote.co.uk. You will need your voting ID, task ID and shareholder reference number (this is the series of numbers printed on your Proxy Form). Alternatively, if you have already registered with Equiniti Limited's online portfolio service, Shareview, you can submit your Proxy Form at www.shareview.co.uk. Full instructions are given on both websites. To be valid, your proxy appointment(s) and instructions should reach Equiniti Limited no later than 9.30 a.m. on 30 November 2021.
9. 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.



Freepost RTHJ-CLLL-KBKU
Equiniti
Aspect House
Spencer Road
LANCING
BN99 8LU

