

ADAMS PLC

(Incorporated in the Isle of Man with registered number 004145V)

FORM OF PROXY EXTRAORDINARY GENERAL MEETING

Form of proxy for use at the Extraordinary General Meeting of Adams Plc (the “Company”) to be held at IOMA House, Hope Street, Douglas, Isle of Man, IM1 1AP on 8 September 2017 at 11.20 a.m. (or as soon thereafter as the Annual General Meeting of the Company also being held on that date, concludes or is adjourned) and at any adjournment thereof (the “EGM”).

I/We (your name in full)*

of (your address)*

being a member(s) of the Company entitled to receive notice, attend and vote at Extraordinary General Meetings of the Company hereby appoint the Chairman of the EGM or failing him (name of proxy – see note 3)*

as my/our proxy to vote for me/us and on my/our behalf at the EGM and at any adjournment thereof in relation to the resolution specified in the Notice of EGM dated 9 August 2017 (the “Resolution”) and any other business (including adjournments and amendments to the resolution) which may properly come before the EGM or any adjournment thereof.

* Please complete using block capitals.

Please indicate with an “X” in the space below how you wish your votes to be cast in respect of the Resolution set out in the notice convening the EGM. If no specific direction to voting is given, the proxy will vote or abstain at his discretion.

Resolution	For	Against	Withheld
That, the proposed revised Investing Policy as set out in the circular to shareholders dated 9 August 2017 be approved and that the Directors of the Company be authorised to take all such steps as any of them may consider necessary or desirable to implement the investing policy as revised.			

Date 2017

Signature(s) and/or common seal (see notes 4 and 5)

Notes:

- As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend and vote on a poll at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
- 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.
- 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.
- 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, additional proxy form(s) may be obtained from FIM Capital Limited at the address set out in note 6 below.
- 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 “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 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; delivered, sent by post or sent by facsimile (+44 (0)1624 604790) or scanned and e-mailed to enquiries@fim.co.im, to be received by FIM Capital Limited at IOMA House, Hope Street, Douglas, Isle of Man IM1 1AP by no later than 11.20 a.m. on 6 September 2017.
- 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.