

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 4.00 p.m. on 27 November 2024 at the Company’s Registered office at 55 Athol Street, Douglas, Isle of Man, IM1 1LA (the “**EGM**”).

I/We(your name)

of.....(your address)

being a member(s) of the Company entitled to receive notice, attend and vote at annual general meetings of the Company hereby appoint the Chairman of the EGM or (see Note 2)

.....
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 resolutions specified in the Notice of EGM dated 25 October 2024 (the “**Resolutions**”) and any other business (including adjournments and amendments to the resolutions) which may properly come before the EGM or any adjournment thereof.

I/We direct my/our proxy to vote as indicated by an X in the appropriate column in respect of the Resolutions (see Note 4).

Special Resolutions	For	Against	Withheld
1. THAT , in accordance with Rule 41 of the AIM Rules for Companies, the cancellation of the admission to trading on AIM (the market of that name operated by London Stock Exchange plc) of the ordinary shares of £0.01 each in the capital of the Company be and is hereby approved and the directors of the Company be authorised to take all action reasonable or necessary to effect such cancellation.			
2. THAT the Articles be and are hereby amended by deleting article 13 and replacing it with the following new article: “Reduction of Capital The Company may, by a resolution of the Directors, reduce its share capital in any way provided that the Directors are satisfied, on reasonable grounds, that the Company will, immediately after such reduction, satisfy the solvency test.”			

Both of the above proposed as a Special Resolution.

Date2024

Signature(s) and/or common seal (see Notes 4 to 9).....

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.
- A proxy need not be a member of the Company. Completion and return of this form of proxy does not preclude a member from subsequently attending and voting at the meeting. If you wish to appoint a proxy other than the Chairman, please cross out the words “the Chairman of the EGM or” and write the full name and address of your proxy in the space provided. The change should be initialed.
- Only those shareholders registered in the Company’s register of members at 4.00 p.m. on 25 November 2024 or, if the EGM is adjourned, at 4.00 p.m. on the day two days (excluding non-Business Days) prior to the adjourned meeting, shall be entitled to vote by proxy on the EGM resolutions.
- 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, signed and sent to FIM Capital Limited**, by post to 55 Athol Street, Douglas, Isle of Man, IM1 1LA, or be scanned and e-mailed to Corporate.Governance@fim.co.im, so as to be received by FIM Capital Limited no later than 4.00 p.m. on 25 November 2024.
- 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.