

TRUSPINE TECHNOLOGIES PLC
2023 Annual General Meeting

Form of Proxy

I/We (Block Letters)

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of

being a member/members of Truspine Technologies PLC (the “**Company**”) hereby appoint the
 Chairman of the Meeting or

*

of

as my/our proxy to vote for me/us on my/our behalf at the 2023 Annual General Meeting of the
 Company to be held at the offices of Hill Dickinson LLP at The Broadgate Tower, 20 Primrose Street,
 London, EC2A 2EW at 11.30 a.m. on 7th June 2024 (London time). I/We direct that my/our vote(s) be
 cast on the Resolutions as indicated by an X in the appropriate box.

	<i>For</i>	<i>Against</i>	<i>Withheld</i>
1. Ordinary Resolution – to receive and consider the Company’s accounts for the year ended 29 March 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Ordinary Resolution – to approve the Directors’ Remuneration Report in the form set out in the 2023 Accounts	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Ordinary Resolution – to reappoint PKF Littlejohn LLP as auditor of the Company and authorise the Directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Ordinary Resolution – to re-elect Victoria Sena as a director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Ordinary Resolution – to re-elect Samuel Ogunsalu as a director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Ordinary Resolution – to re-elect Geoffrey Miller as a director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Ordinary Resolution – to re-elect Norman Lott as a director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Ordinary Resolution – to re-elect Timothy Evans as a director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Ordinary Resolution – to re-elect Nikunj Patel as a director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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|--|--------------------------|--------------------------|--------------------------|
| 10. Ordinary Resolution – to grant Directors’ authority to allot shares | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 11. Special Resolution – to disapply pre-emption rights | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

* If it is desired to appoint another person as a proxy these words should be deleted and the name and address of the proxy, who need not be a member of the Company, inserted. Unless otherwise directed, and in respect of any other resolution properly moved at the Meeting, the proxy will vote, or may abstain from voting, as he thinks fit.

DATED THIS day of 2024

SIGNATURE

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NOTES:

- (1) Any member entitled to attend and vote at the Annual General Meeting is entitled to appoint one or more proxies (who need not be a member of the Company) of his own choice to attend and, on a poll, to vote in his place.
- (2) A Form of Proxy is enclosed with this Notice for use in connection with this business set out above. To be valid, Forms of Proxy and any power of attorney or other authority under which it is signed must be lodged with the Company's Registrar, Avenir Registrars Ltd, by no later than 11.30 a.m. on 5 June 2024, by using one of the following methods:
 - by post to Avenir Registrars Ltd, 5 St John's Lane, London, EC1M 4BH;
 - by e-mail to proxy@avenir-registrars.co.uk;
 - through the Holder Portal (please contact Avenir Registrars on registers@avenir-registrars.co.uk in order to register for the Holder Portal);
 - through CREST (see Notes 3 to 6 (inclusive) below).
- (3) CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST Manual. In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a "**CREST Proxy Instruction**") must be properly authenticated in accordance with Euroclear UK & International Limited's specifications, and must contain the information required for such instruction, as described in the CREST Manual (available via www.euroclear.com/CREST). The message, regardless of whether it constitutes the appointment of a proxy or is an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the issuer's agent, Avenir Registrars Ltd, with CREST ID RA20, by 11.30 a.m. on 5 June 2024. For this purpose, the time of receipt will be taken to be the time (as determined by the time stamp applied to the message by the CREST Application Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.
- (4) In the case of joint holders of ordinary shares in the capital of the Company, the signature of only one of the joint holders is required on the Form of Proxy but the vote of the first named on the register of members will be accepted to the exclusion of the other joint holders.
- (5) The appointment of a proxy does not preclude a member from attending and voting at the meeting.
- (6) If the appointor is a corporation, this form of proxy must be under its common seal or under the hand of an officer or attorney duly authorised.
- (7) If you wish to appoint as proxy someone other than the Chairman of the Meeting, please delete the words "the Chairman of the Meeting" and insert the name and address of the person you wish to appoint in the space provided. A proxy need not be a member.
- (8) Only those shareholders on the register of members at 11.30 a.m. on 5 June 2024 shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their names at that time. If the meeting is adjourned by more than forty eight (48) hours, then to be so entitled, shareholders must be entered on the Company's register of members at the time which is forty eight (48) hours before the time appointed for holding the adjourned meeting or, if the Company gives notice of the adjourned meeting, at the time specified in that notice.