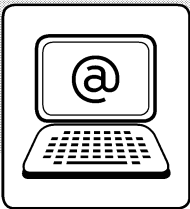


Form of Proxy (Ordinary Shares)- General Meeting of Randall & Quilter Investment Holdings Ltd (the "Company") to be held on 11 July 2022 at 2.00 p.m. BST.



Cast your Proxy online...It's fast, easy and secure!

www.eproxyappointment.com/Login

Control Number: 917941 SRN:

PIN:

You will be asked to enter the Control Number, Shareholder Reference Number (SRN) and PIN and agree to certain terms and conditions.

View the Notice of Meeting online: www.rqih.com

Register at www.investorcentre.co.uk/je - manage your shareholding online, the easy way!

**To be effective, all proxy appointments must be lodged with the Company's Registrars at:
Computershare, CA Projects, Bristol, BS99 6AH by 7 July 2022 at 2.00 p.m. BST.**

Explanatory Notes:

1. Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder, as his proxy to exercise all or any of his rights, to attend, speak and vote on their behalf at the meeting. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy holder in the space provided (see reverse). If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. If returned without an indication as to how the proxy shall vote on any particular matter, the proxy will exercise his discretion as to whether, and if so how, he votes (or if this proxy form has been issued in respect of a designated account for a shareholder, the proxy will exercise his discretion as to whether, and if so how, he votes).
2. To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on 0370 702 4040 or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by marking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.
3. The 'Vote Withheld' option overleaf is provided to enable you to abstain on the particular resolution. However, it should be noted that a 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' the resolution.
4. Entitlement to attend and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the Register of Members of the Company at 6.00 p.m. BST on 7 July 2022 (or, if the meeting is adjourned, at the time being 48 hours before the time of any adjourned meeting (without taking into account any part of a day which is not a Business Day)). Changes to entries on the Register of Members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.
5. The above is how your address appears on the Register of Members. If this information is incorrect please ring the Registrar's helpline on 0370 702 4040 to request a change of address form or go to www.investorcentre.co.uk/je to use the online Investor Centre service.
6. Any alterations made to this form should be initialled.
7. The completion and return of this form will not preclude a member from attending the meeting and voting in person.

Kindly Note: This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different: (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services (Bermuda) Limited accept no liability for any instruction that does not comply with these conditions.

All Named Holders

Form of Proxy

Please complete this box only if you wish to appoint a third party proxy other than the Chairman.
Please leave this box blank if you want to select the Chairman. Do not insert your own name(s).



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I/We hereby appoint the Chairman of the General Meeting OR the person indicated in the box above as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement* on my/our behalf at the General Meeting of Randall & Quilter Investment Holdings Ltd to be held at **71 Fenchurch Street, Ground Floor, London, EC3M 4BS** on **11 July 2022 at 2.00 p.m. BST**, and at any adjourned meeting.

* For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front).

Please mark here to indicate that this proxy appointment is one of multiple appointments being made.

Please use a **black** pen. Mark with an **X** inside the box as shown in this example.



Ordinary Resolution

1. THAT the directors of the Company be and are hereby generally and unconditionally authorised pursuant to and in accordance with Bye-laws 42 and 44 of the Company's Bye-laws to exercise all the powers of the Company to allot ordinary shares, and/or to sell ordinary shares held by the Company as treasury shares and/or to grant rights to subscribe for or to convert any security into ordinary shares in the Company in connection with the Conditional Issuance and the Open Offer (each as defined in the circular accompanying this form).

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

Special Resolution

2. THAT, subject to the passing of Resolution 1, the directors of the Company be and are hereby empowered in accordance with Bye-laws 42 and 54 of the Company's Bye-laws to allot ordinary shares or grant rights to subscribe for or to convert any security into ordinary shares in the Company for cash and/or to sell ordinary shares held by the Company as treasury shares for cash, under the authority given by Resolution 1, as if Bye-law 50 did not apply to any such allotment or sale, such authority to be limited to the allotment of equity securities or sale of treasury shares in connection with the Conditional Issuance and the Open Offer.

	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

Signature

Date

DD / MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).

