

This card is used for registration and accreditation when attending the EGM. However, to comply with Public Health Guidance limiting the assembly of people in response to the COVID-19 pandemic, Shareholders are requested not to attend in person and to submit their votes on the resolutions in advance using the Form of Proxy below.

An extraordinary general meeting (“EGM”) of Norish plc (“the Company”) will be held at the Herbert Park Hotel, Ballsbridge, Dublin, D04 R2T2, Ireland at 09:00 a.m. on Monday 22 November 2021

Shareholder Reference Number

Form of Proxy - Extraordinary General Meeting (the “EGM”) to be held on Monday 22 November 2021

To be effective, completed Forms of Proxy must be lodged with the Company’s Registrar at:
 Computershare Investor Services (Ireland) Limited, P.O. Box 13030, 3100 Lake Drive, Citywest Business Campus, Dublin 24, Ireland,
 by Saturday 20 November 2021 at 09:00 a.m.

Explanatory Notes:

- (1) Pursuant to Section 1105 of the Companies Act, only those shareholders registered on the Company’s register of members: (i) at the close of business on the day four days prior to the EGM; or (ii) if the EGM is adjourned, at the close of business on the day four days prior to the adjourned EGM, shall be entitled to attend and vote at the EGM or, if relevant, any adjournment thereof. Changes to entries on the Company’s register of members after that time will be disregarded in determining the rights of any person to attend and vote at the EGM.
- (2) A shareholder who is entitled to attend and vote at the EGM is entitled to appoint a proxy (or more than one proxy as alternates) to attend, speak and vote instead of the shareholder. A proxy need not be a shareholder. If you wish to appoint more than one proxy please contact the Company’s Registrar, Computershare Investor Services (Ireland) Limited, on +353 1 447 5530. If you wish to appoint a proxy other than the Chairman of the EGM, please insert the proxy’s name and address and delete the words “the Chairman of the EGM or”.
- (3) To be valid, a Form of Proxy and any power or other authority under which it is executed (or a duly certified copy of any such power or authority) must be returned by post to Computershare Investor Services (Ireland) Limited, PO Box 13030, Dublin 24, Ireland or (during normal business hours) by hand to Computershare Investor Services (Ireland) Limited, 3100 Lake Drive, Citywest Business Campus, Dublin 24, D24 AK82, Ireland, not later than 48 hours before the EGM or adjourned EGM or (in the case of a poll taken otherwise than at or on the same day as the meeting or adjourned meeting) at least 48 hours before the taking of the poll at which it is to be used.
- (4) This Form of Proxy must (i) in the case of an individual shareholder be signed by the shareholder or his/her duly authorised attorney; or (ii) in the case of a corporate shareholder be given either under its common seal or be signed on its behalf by a duly authorised officer or attorney of the corporate shareholder.
- (5) 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 you should contact Computershare Investor Services (Ireland) Limited, 3100 Lake Drive, Citywest Business Campus, Dublin 24, D24 AK82, Ireland.
- (6) Completion and return of this Form of Proxy (or submission of proxy instructions electronically) would not normally prevent a shareholder from attending and voting in person at the EGM, however, we are currently strongly discouraging Shareholders from physical attendance in person to comply with Public Health Guidance limiting the assembly of people in response to the COVID-19 pandemic. Instead we are requesting Shareholders to submit their votes on the resolutions in advance of the meeting through the completion and submission of a Form of Proxy.
- (7) In the case of joint holders, the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint holder(s) and for this purpose seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
- (8) The “Withhold” option is provided to enable you to abstain from voting on the resolutions. 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 votes for and against the resolutions.
- (9) If this Form of Proxy is signed and returned without any indication as to how the person appointed is to vote, the proxy will exercise discretion as to how to vote or whether to abstain from voting.

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 (Ireland) Limited accept no liability for any instruction that does not comply with these conditions.

All Holders

Poll Card

To be completed **only** at the EGM if a Poll is called.

Resolutions

	For	Against	Withhold
1(a) To subdivide the existing Ordinary Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1(b) To convert the 22.5 cent shares to Redeemable Ordinary Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1(c) To redeem the Redeemable Ordinary Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1(d) To approve the redemption of shares of directors and connected persons	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1(e) To reduce the authorised share capital	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 To change the Company's name to Roebuck Food Group plc	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3(a) To amend the principal objects clause of the memorandum of association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3(b) To amend the share capital clause of the memorandum of association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3(c) To adopt interim articles of association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3(d) To adopt definitive articles of association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4(a) To authorise the directors to allot relevant securities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4(b) To authorise the directors to issue equity securities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 To cancel the Company's undistributable reserves	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signature _____

Form of Proxy

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



You can also instruct your proxy not to vote on a resolution by inserting an "X" in the abstain box.

I/We hereby appoint the Chairman of the EGM OR the following person

Please leave this box blank if you have selected the Chairman. Do not insert your own name(s).

as my/our Proxy to attend, speak and vote for me/us and on my/our behalf in the manner indicated below at the Extraordinary General Meeting (the "EGM") of the Company to be held at the **Herbert Park Hotel, Ballsbridge, Dublin, D04 R2T2, Ireland at 09:00 a.m. on Monday 22 November 2021** and at any adjournment thereof. My/Our Proxy shall decide on how to vote on my/our behalf in respect of any other business of the EGM and any procedural resolutions moved at the EGM.

I/We direct that my/our vote(s) be cast on the specified resolutions as indicated by an X in the appropriate box.

***For the appointment of more than one proxy, please refer to Explanatory Note 5 (see front).**

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

Resolutions

	For	Against	Withhold
1(a) To subdivide the existing Ordinary Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1(b) To convert the 22.5 cent shares to Redeemable Ordinary Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1(c) To redeem the Redeemable Ordinary Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1(d) To approve the redemption of shares of directors and connected persons	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1(e) To reduce the authorised share capital	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 To change the Company's name to Roebuck Food Group plc	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3(a) To amend the principal objects clause of the memorandum of association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3(b) To amend the share capital clause of the memorandum of association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3(c) To adopt interim articles of association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3(d) To adopt definitive articles of association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4(a) To authorise the directors to allot relevant securities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4(b) To authorise the directors to issue equity securities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 To cancel the Company's undistributable reserves	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

I/we would like my/our proxy to vote on the resolutions proposed at the EGM 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).

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