

PALACE CAPITAL PLC
 (the "**Company**")
(Registered in England and Wales No. 05332938)

You may appoint a proxy at www.shareview.co.uk instead of using this form.

GENERAL MEETING
FORM OF PROXY

I/We being a member/members of the above-named Company, hereby appoint the Chairman of the meeting (see note 1 below) or, if not the Chairman of the meeting, the following person:

as my/our proxy to attend, speak and vote on my/our behalf at the General Meeting of the Company to be held at the offices of Travers Smith LLP, 3 Stonecutter Street, London EC4A 4AW on 29 June 2026 at 12:00 p.m. (or at any adjournment thereof).

Number of ordinary shares appointed over (if less than your full voting entitlement):

I/We direct that my/our proxy will vote (or abstain from voting) on the resolutions set out in the Notice of General Meeting as indicated below:

Please tick here if this proxy appointment is one of multiple appointments being made. For the appointment of more than one proxy, please refer to Note 3.

Capitalised terms left undefined herein shall have the meaning given in the Notice of General Meeting.

RESOLUTION	For	Against	Vote withheld
ORDINARY RESOLUTION			
1. To approve the waiver granted by the Panel on Takeovers and Mergers of the obligation that would otherwise arise on the Concert Party both individually and collectively to make an offer to shareholders of the Company pursuant to Rule 9 of the City Code on Takeovers and Mergers as a result of the Share Buy-Back			

Please note that a "vote withheld" is not a vote in law and will not be counted in the calculation of the votes cast for and against the resolution.

PLEASE COMPLETE THE DETAILS BELOW IN BLOCK CAPITALS AND SIGN AND DATE WHERE INDICATED

Signature:

.....
Print Name

.....
Date

Please send this Form of Proxy to Equiniti Limited, Highdown House, Yeoman Way, Worthing, West Sussex, BN99 6DA so as to be received by the Registrar by 12:00 p.m. on 25 June 2026 (or, in the case of an adjourned Meeting, not less than 48 hours (excluding non-Business Days) prior to the time and date set for the adjourned Meeting). Alternatively, if you hold your shares in uncertificated form (that is, in CREST) you may vote using the CREST proxy voting service in accordance with the procedures set out in the CREST Manual (please also refer to the accompanying notes to the Notice of General Meeting). Proxies submitted via CREST (under CREST participant RA19) must be received by the Registrar not later than 12:00 p.m. on 25 June 2026 (or, in the case of an adjourned Meeting, not less than 48 hours (excluding non-Business Days) prior to the time and date set for the adjourned Meeting). If you are an institutional investor, you may also be able to appoint a proxy electronically via the Proxymity platform. For further information regarding Proxymity, please go to www.proxymity.io. Your proxy must be lodged by 12:00 p.m. on 25 June 2026 in order to be considered valid (or, if the General Meeting is adjourned, by the time which is 48 hours (excluding non-Business Days) before the time of the adjourned Meeting).

NOTES

1. A proxy need not be a member of the Company but must attend the Meeting to represent you. You may appoint as your proxy a person(s) of your own choice by inserting their name(s) in the space provided. If no name is inserted in the space provided the Chairman will be deemed appointed as the proxy. If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box (see reverse) the number of shares in relation to which he or she is authorised to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account.)
2. Please write your full name clearly in BLOCK CAPITALS on the card.
3. To appoint more than one proxy, please photocopy the proxy form and lodge all forms together at the address provided, and specifying (on each form) the number of shares in respect of which that proxy is appointed. Please also indicate by ticking 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.
4. Please indicate with a cross in the appropriate box how you wish your votes to be cast. In the absence of any specific direction, the proxy will vote (or abstain from voting) at his or her discretion. On any other business which properly comes before the General Meeting (including any motion to amend any resolution or to adjourn the Meeting) the proxy will vote or abstain at his or her discretion.
5. To be valid, this Form of Proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be received by Equiniti Limited at Highdown House, Yeoman Way, Worthing, West Sussex BN99 6DA by not later than 12:00 p.m. on 25 June 2026.
6. Completion and return of this Form of Proxy will not prevent a member from attending and voting at the General Meeting.
7. In the case of a corporate shareholder, this Form of Proxy should either be executed by the company under seal or signed by a director or a duly authorised officer or attorney.
8. In the case of joint holders, the vote of the first-named in the register of members of the Company will be accepted to the exclusion of that of other joint holders.