

# FORM OF PROXY

## FOX MARBLE HOLDINGS PLC

Form of Proxy for use by members of Fox Marble Holdings plc at the General Meeting to be held at 2.00 p.m. on the 30 June 2021 at the registered offices of the Company 160 Camden High Street, London NW1 0NE.

I/We being a member/members of the above-named Company, hereby appoint the following person:

.....  
 or, failing whom, the Chairman of the meeting as my/our proxy to attend, to speak and to vote on my/our behalf at the General Meeting of the Company to be held at 2.00 p.m. on the 30 June 2021 (or at any adjournment of that meeting). I/We direct that my/our proxy will vote (or abstain from voting) on the resolutions set out in the Notice of Annual General Meeting as indicated below:

(Please mark with an 'X')

RESOLUTIONS	FOR	AGAINST	VOTE WITHHELD	AT DISCRETION
1. To receive the report and accounts				
2. To re-elect Andrew Allner as a Director of the Company				
3. To re-elect Christopher Gilbert as a Director of the Company				
4. To re-elect Fiona Hadfield as a Director of the Company				
5. To re-elect Roy Harrison as a Director of the Company				
6. To re-elect Colin Terry as a Director of the Company				
7. To reappoint PKF LLP as auditors				
8. To authorise the Directors to determine the remuneration of PKF LLP				
9. To authorise the directors to allot shares				
10. To disapply pre-emption rights				

Signed ..... No of shares .....

Print Name ..... Date .....

Print Address ..... Postcode .....

**Please return this form of proxy to Ben Harber, 6th Floor, 60 Gracechurch Street, London EC3V 0HR so as to arrive by 2.00 p.m. 28 June 2021. Alternatively, your form of proxy may be scanned and sent by email to [Thomas.verlander@shma.co.uk](mailto:Thomas.verlander@shma.co.uk)**

**Notes:**

- Our preference had been to welcome shareholders in person to our 2021 Annual General Meeting, particularly given the constraints we faced in 2020 due to the COVID-19 pandemic. However, at present, due to the current UK Government restrictions on public gatherings we are asking shareholders not to attend the venue in person and instead to participate in the meeting by submitting their proxy form. We are proposing to hold the Annual General Meeting at 160 Camden High Street, London NW1 0NE with the minimum attendance required to form a quorum. Shareholders that do attempt to attend the venue for the Annual General Meeting will not be permitted entry.

Shareholders should email any questions they have, or would normally raise during the course of the AGM to [info@foxmarble.net](mailto:info@foxmarble.net). Shareholders are requested to submit any questions that they may have, in good time, ahead of the meeting. In the event that the arrangements for the AGM have to change due to the evolving COVID-19 situation, the Company will issue a further communication via the regulatory news service.

Please complete and submit an online form in accordance with the instructions set out in the instructions printed on it. All proxies should be received by no later than 2.00 p.m. on Monday 28 June 2021.

2. As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
3. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
4. A proxy does not need to be a member of the Company but must attend the meeting to represent you. To appoint as your proxy a person other than the Chairman of the meeting, insert their full name above. If you sign and return this proxy form with no name inserted in the box, the Chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions.
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.
6. To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. If no voting indication is given, your proxy will vote or abstain from voting at their discretion. Your proxy will vote (or abstain from voting) as they think fit in relation to any other matter which is put before the meeting.
7. To appoint a proxy using this form, the form must be:
  - completed and signed;
  - sent or delivered to Ben Harber, 6th Floor, 60 Gracechurch Street, London EC3V 0HR; and
  - received by Ben Harber no later than at least 48 hours (excluding non-working days) before the time of the meeting.
8. 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.
9. 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.
10. 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).
11. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also applies in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded. Where you would like to change the instructions using another hard-copy proxy form, please contact Ben Harber or Thomas Verlander 6th Floor, 60 Gracechurch Street, London EC3V 0HR. 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 irrespective of its date or the date of execution.
12. In order to revoke a proxy instruction you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Ben Harber, 6th Floor, 60 Gracechurch Street, London EC3V 0HR. In the case of a member which is a company, the revocation notice 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 the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice. The revocation notice must be received by Ben Harber, 6th Floor, 60 Gracechurch Street, London EC3V 0HR no later than 48 hours prior to the commencement of the Annual General Meeting or any adjourned meeting or (in the case of a poll taken more than 48 hours after it is demanded) before the time appointed for taking the poll. If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to Note 2 above, your proxy appointment will remain valid.