

SOSANDAR PLC

GENERAL MEETING

Form of Proxy

Before completing this form, please read the explanatory notes

I/We (name in full) of
 (address)

hereby appoint the Chairman of the General Meeting or (see note 3)
 (delete as appropriate) as my/our proxy to attend, to speak and to vote in respect of the shares registered in
 my/our name(s) at the General Meeting of Sosandar plc ("**Company**") to be held at 11.00 a.m. on
 29 July 2019 at the offices of the Company at 40 Water Lane, Wilmslow, Cheshire, SK9 5AP and at any
 adjournment thereof.

Please indicate with an "X" how you wish your vote to be cast. If you do not indicate how you wish your proxy
 to use your vote on any particular matter the proxy will exercise discretion as to how to vote or whether to
 abstain from voting.

If you wish to appoint multiple proxies, please see note 4 below. Please tick here if you are appointing
 more than one proxy.

Enter the number of shares in relation to which your proxy is authorised or leave box blank to
 authorise your proxy to act in relation to your full voting entitlement (see notes 1 and 4).

| | For | Against | Vote Withheld |
|--|-----|---------|------------------|
| 1. Ordinary Resolution To authorise the directors of the Company to allot shares in relation to the placing of ordinary shares by the Company. | | | |
| 2. Special Resolution To disapply pre-emption rights in relation to the placing of ordinary shares by the Company. | | | |

Signature(s) or Common Seal:

Dated: 2019

Explanatory Notes:

1. As a member of the Company you are entitled to appoint a proxy or proxies 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. If the proxy is being appointed in relation to part of your holding only, please enter in the relevant box the number of shares in relation to which they are authorised to act as your proxy. If this box is left blank they will be authorised in respect of your full voting entitlement. This form of proxy confers authority to demand or join in demanding a poll.
2. Appointment of a proxy does not preclude you from attending the General Meeting and voting in person. If you have appointed a proxy and attend the General Meeting in person and vote, your proxy appointment will automatically be terminated.
3. A proxy does not need to be a member of the Company but must attend the General Meeting to represent you. To appoint as your proxy a person other than the Chairman of the General Meeting, insert their full name in the space provided. If you sign and return this form of proxy with no name inserted in the space, the Chairman of the General 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 General Meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give them the relevant instructions directly.
4. 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 may photocopy this form. If you are appointing more than one proxy, please indicate in the relevant box the number of shares in relation to which they are authorised to act as your proxy and indicate by ticking the relevant box that the proxy appointment is one of multiple appointments being made. Multiple proxy appointments should be returned together in the same envelope.
5. To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. To abstain from voting on a resolution, select the relevant "Vote withheld" box. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the General Meeting.
6. To appoint a proxy using the form of proxy, the form must be:
 - completed and signed;
 - sent or delivered to Share Registrars Limited:
 - by post to The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR; or
 - by facsimile transmission to 01252 719 232; or
 - by email to voting@shareregistrars.uk.com; and
 - received by Share Registrars Limited no later than 48 hours (excluding non-business days) prior to the General Meeting.
7. Any power of attorney or any other authority under which the form of proxy is signed (or a duly certified copy of such power or authority) must be included with the form of proxy.
8. In the case of a member which is a company, this form of proxy 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. 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).
10. CREST members who wish to appoint a proxy or proxies by using the CREST electronic appointment service may do so by using the procedures described in the CREST Manual. To be valid, the appropriate CREST message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instructions given to a previously appointed proxy, must be transmitted so as to be received by our agent Share Registrars Limited (ID number 7RA36) by no later than 48 hours (excluding non-business days) prior to the General Meeting. See the notes to the notice of General Meeting for further information on proxy appointment through CREST.
11. 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. For details of how to change your proxy instructions or revoke your proxy appointment, see the notes to the notice of General Meeting.
12. You may not use any electronic address provided in this form of proxy to communicate with the Company for any purposes other than those expressly stated.



Business Reply
Licence Number
RTUJ-ZUTR-YXAU



Share Registrars Ltd
The Courtyard
17 West Street
Farnham
GU9 7DR