

# Form of Proxy



**Shareholder Reference Number (“SRN”):**

Please read the accompanying notes carefully before completing this form.

**Proxy’s name**

**No. of shares**

Do not enter your own name. Leave blank if your wish to appoint the Chair.

I/We being an ordinary shareholder of Morgan Advanced Materials plc hereby appoint the Chair of the meeting, or the above-named person as my/our proxy to exercise on my/our behalf all or any of my/our rights to attend, speak and vote in respect of my/our voting entitlements at the Annual General Meeting (“AGM”) of Morgan Advanced Materials plc to be held at the offices of Slaughter and May, One Bunhill Row, London EC1Y 8YY at 10.30am on Thursday 9 May 2024, and at any adjournment thereof.

 Please tick here if this proxy appointment is one of multiple appointments being made.

I/We would like my/our proxy to vote on the resolutions proposed at the AGM 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 or adjourned meeting.

Date

Signature

In the case of a corporation, this appointment must be made under its common seal or be signed on its behalf by an attorney or duly authorised signatory.

Please complete this form and return it to the Registrar, to arrive no later than 10.30am on Tuesday 7 May 2024.

**You may submit your proxy electronically at [www.shareview.co.uk](http://www.shareview.co.uk).**

Please indicate how you wish to cast your vote by placing a cross in ink in the relevant box below.

**Resolutions**

	For	Against	Vote withheld
1. To receive the annual report & accounts for the year ended 31 December 2023	<div></div>	<div></div>	<div></div>
2. To approve the Directors' Remuneration Report	<div></div>	<div></div>	<div></div>
3. To declare a final dividend	<div></div>	<div></div>	<div></div>
4. To re-elect Jane Aikman as a Director	<div></div>	<div></div>	<div></div>
5. To re-elect Richard Armitage as a Director	<div></div>	<div></div>	<div></div>
6. To re-elect Helen Bunch as a Director	<div></div>	<div></div>	<div></div>
7. To re-elect Ian Marchant as a Director	<div></div>	<div></div>	<div></div>
8. To re-elect Laurence Mulliez as a Director	<div></div>	<div></div>	<div></div>
9. To re-elect Pete Raby as a Director	<div></div>	<div></div>	<div></div>
10. To re-elect Clement Woon as a Director	<div></div>	<div></div>	<div></div>
11. To re-appoint Deloitte LLP as Auditor	<div></div>	<div></div>	<div></div>
12. To authorise the Audit Committee to determine the Auditor's remuneration	<div></div>	<div></div>	<div></div>
13. To authorise political donations	<div></div>	<div></div>	<div></div>
14. To authorise the allotment of shares	<div></div>	<div></div>	<div></div>
15. To approve the Sharesave Plan 2024	<div></div>	<div></div>	<div></div>
16. To disapply pre-emption rights	<div></div>	<div></div>	<div></div>
17. To further disapply pre-emption rights for investment purposes	<div></div>	<div></div>	<div></div>
18. To authorise market purchases of own shares	<div></div>	<div></div>	<div></div>
19. To permit the holding of general meetings on not less than 14 clear days' notice	<div></div>	<div></div>	<div></div>

## Explanatory notes

See also the explanatory notes in the Notice of Meeting

1. Every shareholder may appoint some other person, who need not be a shareholder, as his or her proxy to exercise all or any of her or his rights to attend, speak and vote at the meeting electronically or in person. If you wish to appoint a person other than the Chair, please insert the name of your chosen proxy in the space provided. If the proxy is being appointed in respect of less than your full voting entitlement please enter in the separate box provided the number of shares in relation to which the proxy appointment applies.
2. To appoint more than one proxy you may photocopy this form or additional forms may be obtained by contacting the Registrar, Equiniti, on +44 (0) 371 384 2412, between 8.30am and 5.30pm, UK time, from Monday to Friday (excluding public holidays in England and Wales). Please indicate the number of shares in respect of which each proxy is authorised to act in the box on each form and tick the box provided to indicate multiple appointments. All forms must be signed and should be returned together.
3. The form of proxy and power of attorney or other authority, if any, under which it is signed or a notarially certified or office copy of such power or authority must be received by the Company's Registrar, Equiniti, Aspect House, Spencer Road, Lancing, West Sussex, BN99 8FD not later than 48 hours before the time appointed for the meeting.
4. Alternatively, you can register your proxy appointment and voting instructions by going to Equiniti's Shareview website, [www.shareview.co.uk](http://www.shareview.co.uk), and logging in to your Shareview Portfolio. To register for a Shareview Portfolio, go to [www.shareview.co.uk](http://www.shareview.co.uk) and enter the requested information. Full details of the procedures are given on the website.
5. The completion and return of this form will not preclude a shareholder from attending the meeting and voting in person.
6. The 'vote withheld' option is provided to enable you to abstain on any particular resolution. Note that a vote withheld is not a vote in law and will not be counted in the proportion of votes for or against a resolution.
7. Entitlement to attend and vote at the meeting and the number of votes which may be cast will be determined by reference to the Register of Members as at the close of business on Tuesday 7 May 2024 or two days before any adjourned meeting. Changes to the Register of Members after that time will be disregarded.
8. To appoint one or more proxies or to instruct a proxy via the CREST system, CREST messages must be received by the issuer's agent (ID number RA19) no later than 10.30am on Tuesday 7 May 2024, that is 48 hours before the time of the meeting. For this purpose the time of receipt will be taken to be the time, as determined by the CREST system timestamp, from which the issuer's agent is able to retrieve the message. The Company may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulation 2001.
9. If the address information given overleaf is incorrect please visit the Registrar's, Equiniti, website at **[www.shareview.co.uk](http://www.shareview.co.uk)**. Or by writing to Equiniti, Aspect House, Spenser Road, Lancing, BN99 8LU.
10. You may return your form in a sealed envelope if you prefer, addressed to FREEPOST RTAK-RLTY-REUA, Equiniti, Aspect House, Spencer Road, Lancing, BN99 8FD.
11. Electronic addresses given in this form and the Notice of Meeting may not be used to communicate for any purposes other than those expressly stated.