

**POSITION OF WINDOW ON ENVELOPE**

BARCODE HERE

INVESTOR CODE

EVENT CODE

Please read the guidance notes on the reverse before completing this form.

I/We, the undersigned, being a member of SSE plc, hereby appoint the Chair of the meeting or (see Note 4):

as my/our proxy to attend, speak and vote for me/us and on my/our behalf at the Annual General Meeting of SSE plc to be held on 22 July 2021 at the Perth Concert Hall, Mill Street, Perth PH1 5HZ at 12.30pm, and at any adjournment thereof.

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

\* Insert number of shares where relevant (see Note 4).

To assist with arrangements, if you wish to attend the meeting in person please place an 'X' in this box:




Signature

Date

**Alternatively you can lodge your proxy online – see Note 9.** You will need your Investor Code printed on the front of this form.

**To view the Annual Report 2021 and Notice of Annual General Meeting 2021 online go to the following website: [sse.com](http://sse.com)**

**Please mark 'X' to indicate how you wish to vote.**

**RESOLUTION**

	FOR	AGAINST	WITHHELD
1. Receive the Report and Accounts	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
2. Approve the Remuneration Report 2021	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
3. Declare a final dividend	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
4. Re-appoint Gregor Alexander	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
5. Re-appoint Sue Bruce	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
6. Re-appoint Tony Cocker	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
7. Re-appoint Peter Lynas	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
8. Re-appoint Helen Mahy	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
9. Appoint John Manzoni	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
10. Re-appoint Alistair Phillips-Davies	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
11. Re-appoint Martin Pibworth	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
12. Re-appoint Melanie Smith	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
13. Re-appoint Angela Strank	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
14. Appoint Ernst & Young LLP as Auditor	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
15. Authorise the Audit Committee to agree the Auditor's remuneration	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
16. Authorise the Directors to allot shares	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
17. Authorise the Directors to renew the SCRIP Dividend Scheme	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
18. Authorise the Directors to renew the Sharesave Scheme	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
19. Approve on an advisory basis the Net Zero Transition report from the next AGM	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
20. Special resolution to disapply pre-emption rights	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
21. Special resolution to empower the Company to purchase its own Ordinary Shares	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
22. Special resolution to approve 14 days' notice of general meetings	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
23. Special resolution to approve amendments to the Company's Articles of Association	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>

**PLEASE DETACH PRIOR TO POSTING**

BARCODE HERE

INVESTOR CODE

Signature of shareholder/proxy attending\*

\* Delete whichever is not applicable

**PLEASE BRING THIS CARD TO THE ANNUAL GENERAL MEETING**



## Attendance card

### Annual General Meeting 2021

The AGM is to be held at the Perth Concert Hall, Mill Street, Perth PH1 5HZ at 12.30pm on 22 July 2021. If you wish to attend the AGM in person, please sign this card and bring it to the AGM as it will authenticate your right to attend, speak and vote as a shareholder.

If you intend to appoint a person other than the Chair to act as a proxy, then the person you appoint as a proxy should sign this card and bring it to the AGM to facilitate his or her admission.

## GUIDANCE NOTES

1. The full text of each resolution is set out in the Notice of Annual General Meeting 2021 which can be found in the separate shareholder circular or alternatively on the SSE website at **sse.com**.
2. **To be valid, all voting instructions must be received by the Company's Registrar no later than 12.30pm on 20 July 2021.**
3. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001 and section 360B(2) of the Companies Act 2006, entitlement to attend and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the Register of Members of the Company as at 12.30pm on 20 July 2021. Changes to entries on the Register of Members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.
4. You are entitled to appoint a proxy or proxies, who need not be an SSE shareholder, or the Chair of the meeting, to exercise all or any of your rights, to attend, speak and vote. You may appoint more than one proxy, provided that each proxy is appointed in respect of a different share or shares. If you wish to appoint a person other than the Chair please insert the name of your chosen proxy holder in the space provided. If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement. If you appoint more than one proxy, additional proxy form(s) may be obtained by contacting the Company's Registrar's helpline on 0345 143 4005 or you may photocopy this form. All forms must be signed and should be returned together in the same envelope. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom are charged at the applicable international rate. We are open between 9.00am–5.30pm, Monday to Friday, excluding public holidays in England and Wales. Given the uncertainty around the pandemic situation, **we recommend that all shareholders appoint the Chair of the meeting as their proxy.**
5. Place an 'X' in one box only for each resolution. Votes 'withheld' are not votes in law and will not be counted in the calculation of the votes 'for' or 'against' a resolution.
6. A corporation may appoint more than one corporate representative. A corporation's Form of Proxy must be executed under the common seal, if any, or signed by a duly authorised officer (stating the officer's capacity).
7. In the case of joint holders, any one holder may sign the form. The vote of the senior joint holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority will be determined by the order in which the names stand in the Register of Members in respect of the joint holding.
8. The completed and signed Form of Proxy (together with any power of attorney or other authority under which it is signed or a notarially certified copy thereof) must be returned to the Company's Registrar, **Link Group, 10th Floor, Central Square, 29 Wellington Street, Leeds LS1 4DL** no later than 48 hours prior to the AGM.
9. You can submit your Form of Proxy electronically by accessing our website **sse.com**. Electronic facilities are available to all shareholders and those who use them will not be disadvantaged. Before you can submit your Form of Proxy online you will be asked to agree to certain terms and conditions. You will require your Investor Code printed on the front of this form to log in. Your IVC can also be found on your share certificate, or SSE Shareholder Portal users ([www.sse-shares.com](http://www.sse-shares.com)) will find this under 'Manage your account' when logged in to the SSE Shareholder Portal. On receipt of your vote you will be issued with a transaction reference number. If you submit your Form of Proxy online it should reach the Registrar by 12.30pm on 20 July 2021 (48 hours prior to the AGM). Should you complete your Form of Proxy electronically and then post a hard copy, the form that arrives last will be counted to the exclusion of instructions received earlier, whether electronic or postal. Please see the terms and conditions of the service on the website.
10. To appoint one or more proxies or to give an instruction to a proxy (whether previously appointed or otherwise) via the CREST system, CREST messages must be received by the issuer's agent (ID Number RA10) no later than 48 hours before the time appointed for holding the meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp generated by the CREST system) 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 Regulations 2001.  
**Proxymity.** If you are an institutional investor you may be able to appoint a proxy electronically via the Proxymity platform, a process which has been agreed by the Company and approved by the Registrar. For further information regarding Proxymity, please go to [www.proxymity.io](http://www.proxymity.io). Your proxy must be lodged by 12.30pm on 20 July 2021 in order to be considered valid. Before you can appoint a proxy via this process you will need to have agreed to Proxymity's associated terms and conditions. It is important that you read these carefully as you will be bound by them and they will govern electronic appointment of your proxy.
11. The completion and return of this form will not preclude a member from attending the meeting and voting in person.
12. 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. Neither SSE plc nor Link Group accepts any liability for any instruction that does not comply with these conditions.
13. **Attendance at the AGM – The Board strongly recommends that shareholders do not attend the AGM in person. Instead shareholders are encouraged to join remotely via the webcast provision.**
14. **Webcast provision** – Shareholders and their duly appointed representatives and/or proxies are invited to join the AGM remotely via live webcast which you can access by logging on to <https://web.lumiagm.com> (the Lumi website will open 30 minutes before the scheduled time of the AGM). This will allow shareholders to watch the AGM and ask questions in real time. A user guide in respect of the electronic elements of the AGM, can be found in the Notice of Annual General Meeting 2021 and on the Company's website **sse.com**. **A shareholder joining the AGM by means of electronic facility is responsible for ensuring they have access to and can use the facility.**

