

## PROXY FORM

For use at the General Meeting to be held at 10:30 a.m. on 7 July 2023 in the Pinafore Room at the Savoy Hotel, Strand, London, WC2R 0EZ.

Voting ID

Task ID

Shareholder Reference Number

I/we being a member /members of Liontrust Asset Management Plc, hereby appoint the Chairman of the General Meeting\*\* or

..... in respect of ALL my/our shares

OR

insert number of shares if not all .....

as my/our proxy to attend, speak and vote for me/us on my/our behalf at the General Meeting to be held at 10:30 a.m. on 7 July 2023 in the Pinafore Room at the Savoy Hotel, Strand, London, WC2R 0EZ and at any adjournment thereof.

I /we require my/our proxy to vote in particular as follows:

### Resolution

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

|  | <i>For</i> | <i>Against</i> | <i>Vote<br/>Withheld***</i> |
|--|------------|----------------|-----------------------------|
| <p><u>Resolution 1:</u></p> <p>THAT</p> <p>(a) The acquisition of the entire issued share capital of GAM Holding AG ("GAM") to be implemented by way of recommended public exchange offer by the Company for all publicly held shares of GAM (the "Proposed Acquisition"), substantially on the terms and subject to the conditions as described in:</p> <p>(i) the Swiss Offer Prospectus dated 13 June 2023; and</p> <p>(ii) the circular to shareholders of the Company dated 13 June 2023, of which this Notice forms part,</p> <p>be and is hereby approved; and</p> <p>the directors of the Company (the "Directors") (or any duly constituted committee thereof) be and are hereby authorised to take all necessary or appropriate steps and to do all necessary or appropriate things to implement, complete or procure the implementation of or completion of the Proposed Acquisition and give effect thereto with such modifications, variations, revisions, waivers or amendments (not being modifications, variations, revisions, waivers or amendments of a material nature) as the Directors (or any duly authorised committee thereof) may deem necessary, expedient or appropriate in connection with the Proposed Acquisition.</p> |            |                |                             |

|   |  |  |  |
|---|--|--|--|
| <p><u>Resolution 2:</u></p> <p>THAT, subject to and conditional upon:</p> <p>(a) the passing of Resolution 1 and without prejudice to all existing authorities (which will remain in full force and effect), and</p> <p>(b) the Proposed Acquisition becoming or being declared wholly unconditional, except for Admission,</p> <p>the Directors be and they are hereby generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot the New Ordinary Shares and to grant rights to subscribe for, or to convert any security into, ordinary shares in the Company up to an aggregate nominal amount of £94,053.03, in each case, credited as fully paid, with authority to deal with fractional entitlements arising out of such allotment as they think fit, subject always to the terms of the Proposed Acquisition and to take all such other steps as they may in their absolute discretion deem necessary, expedient or appropriate to implement such allotments in connection with the Proposed Acquisition, provided that this authority shall expire after 31 March 2024 (unless previously revoked, renewed or varied by the Company in general meeting), save that the Company may, before such expiry, make an offer or agreement which would, or might, require the New Ordinary Shares to be allotted after such expiry, and the Directors may allot New Ordinary Shares in pursuance of such offer or agreement as if the authority conferred hereby had not expired.</p> |  |  |  |
|---|--|--|--|

Signature.....

Dated this.....day of.....2023

In the absence of instructions, the proxy is authorised to vote (or abstain from voting) at his or her discretion on the specified resolution. The proxy is also authorised to vote (or abstain from voting) at his or her discretion on any business which may properly come before the meeting.

(To be valid, this Proxy Form must be signed and dated)  
This Proxy Form must be lodged by 10:30 a.m. on 5 July 2023.

## FORM OF PROXY NOTES

- 1      **\*\*If you wish to appoint a proxy other than the Chairman of the General Meeting, please delete the words “the Chairman of the General Meeting or” and insert the full name and address of your chosen proxy in block capitals on the line provided and initial alterations. If you sign and return this proxy form with no name inserted on the line, the chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the chairman of the meeting, it is your responsibility to ensure that that person attends the meeting and is 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 of the meeting and give that person your directions.**
- 2      As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend and to speak and vote at a meeting of the Company. A proxy does not need to be a member of the Company. You may appoint more than one proxy in relation to a meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by you. If you wish to appoint more than one proxy, please photocopy the Proxy Form and lodge all forms together at the address provided, deleting the word “ALL” and specifying (on each form) the number of shares in respect of which that proxy is appointed.
- 3      If you want your proxy to vote in a certain way on the Resolution specified please place a mark in the relevant box. If you fail to select any of the given options your proxy can vote as he or she chooses or can decide not to vote at all. The proxy can also do this on any other business (including a motion to adjourn the General Meeting or to amend a resolution) which may properly come before the General Meeting.
- 4      **\*\*\*The “Vote Withheld” option is provided to enable you to abstain on a resolution. However it should be noted that a “Vote Withheld” is not a vote in law and will not be counted in the calculation of the proportion of the votes “For” and “Against” the Resolution.**
- 5      To be valid, this Proxy Form must be received by post or (during normal business hours only) by hand to Equiniti Limited at Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA, NOT LATER THAN 10:30 a.m. on 5 July 2023 (or in the case of any adjournment, not later than 48 hours before the time fixed for the holding of the adjourned meeting), together with the power of attorney or other authority (if any) under which it is signed or a duly certified copy such power or authority. The completion and return of this Proxy Form will not, however, preclude you from attending and voting at the General Meeting if you so wish.
- 6      If you submit more than one valid proxy appointment in respect of the same share for the purposes of the same meeting, the appointment last delivered or received shall prevail in conferring authority on the person named in it to attend the meeting and speak and vote.
- 7      Any alterations to this Proxy Form should be initialled.
- 8      In the case of joint holders, the signature of the first named on the register of members will be accepted, but the names of all joint holders should be given.
- 9      This form must be signed and dated by the member or his or her attorney duly authorised in writing. In the case of a corporation, this Proxy Form should be either given under its common seal or signed on its behalf by an officer or attorney duly authorised.
- 10     You may not use any electronic address provided in this proxy form or in any accompanying document for delivering this proxy form or communicating with the Company for any purposes other than those expressly stated.
- 11     If posting from within the UK, please return your signed proxy form to the Registrar in a sealed envelope addressed to Freepost RTHJ-CLLL-KBKU Equiniti, Aspect House, Lancing, BN99 8LU (please note that delivery using this service can take up to 5 working days). If posting from outside the UK, please return your signed proxy form to the Registrar in a sealed envelope, with the appropriate postage affixed, addressed to Equiniti Limited at Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA.
- 12     Shareholders who would prefer to register the appointment of their proxy electronically via the internet can do so through the Sharevote website, [www.sharevote.co.uk](http://www.sharevote.co.uk) using the series of numbers printed under the headings Voting ID, Task ID and Shareholder Reference Number on the Proxy Form. Alternatively, shareholders who have already registered with Equiniti Registrars’ online portfolio service, Shareview, can appoint their proxy electronically by logging on to their portfolio at [www.shareview.co.uk](http://www.shareview.co.uk) by using their usual user ID and password. Once logged in, simply click ‘view’ on the ‘My Investments’ page, click on the link to vote and then follow the on screen instructions. Full details and instructions on these electronic proxy facilities are given on the respective websites.
- 13     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 which can be viewed at [www.euroclear.com](http://www.euroclear.com). 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 Equiniti (ID RA19) NOT LATER THAN 10:30 a.m. on 5 July 2023. See the notes to the notice of meeting for further information on proxy appointment through CREST.