

## Compass Group PLC – 2022 Annual General Meeting Form of Proxy

You may appoint a proxy at [www.signalshares.com](http://www.signalshares.com) instead of using this form

(Name(s))  
(Address)  
(Address)  
(Address)  
(Address)  
(Address)

The Annual General Meeting (the Meeting or the AGM) of Compass Group PLC (the Company) is to be held at 12 noon on Thursday, 3 February 2022 in the Live Room at Rugby Football Union, Rugby House, Twickenham Stadium, 200 Whitton Road, Twickenham, Middlesex TW2 7BA.

For guidance on how to complete this Form of Proxy please see notes below. **Please note the deadline for receiving proxies is 12 noon on Tuesday, 1 February 2022. Before completing this form, please read the explanatory notes overleaf.**

I/We being (a) member/members of the Company hereby appoint the Chairman of the Meeting/the following person:

Name of proxy (if not the Chairman of the Meeting):

Number of ordinary shares appointed over:  
(if less than your full voting entitlement)

as my/our proxy, to attend, speak and vote on my/our behalf (as directed below) at the Meeting of the Company and at any adjournment thereof. Please indicate below how you would like your proxy to vote on your behalf on the resolutions.

Please put an 'X' in the box opposite if this proxy appointment is one of multiple appointments being made:

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### Resolutions:

ORDINARY RESOLUTIONS	For	Against	Withheld
1. To receive and adopt the Directors' Annual Report and Accounts and the Auditor's Report thereon for the financial year ended 30 September 2021			
2. To receive and adopt the Directors' Remuneration Policy			
3. To receive and adopt the Directors' Remuneration Report (other than the Remuneration Policy referred to in Resolution 2 above) for the financial year ended 30 September 2021			
4. To declare a final dividend of 14.0 pence per ordinary share in respect of the financial year ended 30 September 2021			
5. To elect Palmer Brown as a director of the Company			
6. To elect Arlene Isaacs-Lowe as a director of the Company			
7. To elect Sundar Raman as a director of the Company			
8. To re-elect Ian Meakins as a director of the Company			
9. To re-elect Dominic Blakemore as a director of the Company			
10. To re-elect Gary Green as a director of the Company			
11. To re-elect Carol Arrowsmith as a director of the Company			
12. To re-elect Stefan Bomhard as a director of the Company			
13. To re-elect John Bryant as a director of the Company			
14. To re-elect Anne-Francoise Nesmes as a director of the Company			
15. To re-elect Nelson Silva as a director of the Company			
16. To re-elect Ireena Vittal as a director of the Company			
17. To reappoint KPMG LLP as the Company's auditor			
18. To authorise the Audit Committee to agree the auditor's remuneration			
19. To authorise donations to political organisations			
20. To renew the directors' authority to allot shares			

SPECIAL RESOLUTIONS	For	Against	Withheld
21. To authorise the directors to disapply pre-emption rights of not more than 5% of the issued ordinary share capital			
22. To authorise the directors to disapply pre-emption rights of not more than 5% of the issued ordinary share capital in limited circumstances			
23. To authorise the Company to purchase its own shares			
24. To authorise the directors to reduce general meeting notice periods			

1. You are entitled to appoint a proxy or proxies, who need not be a member of Compass Group PLC (the Company), or the Chairman of the Annual General Meeting (the Meeting or the AGM), 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 Chairman, please insert the name of your chosen proxy holder in the space provided and delete the reference to the Chairman. If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box below 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 wish to appoint more than one proxy, additional proxy forms may be obtained by contacting Link Group on Freephone 0800 029 4520 or on +44 333 300 1568 if calling from outside the UK, or you may photocopy this form. Please indicate by ticking the box provided if the instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.
2. For each Resolution, please indicate with an 'X' in the box provided how you wish to vote. If you fail to select any of the given options on a particular Resolution, the proxy will vote or abstain as they think fit in respect of your shareholding. Please ensure your proxy is aware of your voting intentions. Your proxy will also have discretion to vote as they think fit on any other business which may properly come before the Meeting or an adjourned Meeting including amendments to resolutions and on any proposed adjournment of the AGM.
3. In the case of joint shareholders, the signature of any of them will suffice, but the names of all joint holders should be shown, and the vote of the senior holder who tenders a vote whether in person or by proxy shall be accepted to the exclusion of the votes of the other joint holder(s) and for this purpose seniority shall be determined by the order in which the names stand in the Register of Members in respect of the joint holding.
4. A corporation may appoint more than one corporate representative provided that they do not exercise their powers differently in relation to the same shares. A corporation's Form of Proxy must be executed under the company seal, if any, or signed by a duly authorised officer (stating the officer's capacity).
5. To be valid, the Form of Proxy must be signed, dated and lodged, together with the power of attorney or other written authority (if any) under which it is signed or an office or notarially certified copy of such power or authority, no later than 48 hours before the time of the AGM, excluding non-business days (or adjourned AGM at which the person named on the form proposed to vote) with the Company's registrar, at **Link Group, FREEPOST PXS1, 10th Floor, Central Square, 29 Wellington Street, Leeds, LS1 4DR.**
6. Completion and return of the Form of Proxy will not preclude you from attending and voting in person at the AGM (or adjourned AGM) if you wish.
7. The 'Vote Withheld' option is provided to enable you to abstain on any particular Resolution. It should, however, be noted that it is not a vote in law and will not be counted in the proportion of the votes 'For' and 'Against' a Resolution.
8. You should return the Form of Proxy in an envelope to the registrar. There is no postage to pay if posted in the UK using the FREEPOST address shown above. Shareholders outside the UK can reply by posting the Form of Proxy in a separate envelope to Link Group, PXS1, 10th Floor, Central Square, 29 Wellington Street, Leeds, LS1 4DR.
9. A shareholder may use [www.signalshares.com](http://www.signalshares.com) for the receipt of any documents or information relating to proxies for the AGM (such as the appointment or notice of termination of the authority of any proxy for the AGM or any document necessary to show the validity of, or otherwise relating to, the appointment of a proxy). You may not use this address to communicate with the Company for any purposes other than those expressly stated.
10. Please see the AGM Notice for further advice on how to appoint/instruct proxies via CREST.
11. To register your appointment of a proxy online you will need your investor code. For further information on how to complete this proxy online go to [www.signalshares.com](http://www.signalshares.com).
12. If more than one form of proxy is returned, either by paper or electronic communication (but not as described in note 1), the proxy received last by the registrar before the latest time for the receipt of proxies (as set out in note 5) will take precedence. Members are advised to read the terms and conditions of use carefully. Electronic communication facilities are available to all shareholders and those who use them will not be disadvantaged. Please note the Company will not accept any communication that is found to contain a computer virus.
13. The right to appoint a proxy does not apply to persons whose shares are held on their behalf by another person and who have been nominated to receive communications from the Company in accordance with section 146 of the Companies Act 2006 (Nominated Persons). Nominated Persons may have a right under an agreement with the registered shareholder who

holds the shares on their behalf to be appointed (or to have someone else appointed) as a proxy. Alternatively, if Nominated Persons do not have such a right, or do not wish to exercise it, they may have a right under such an agreement to give instructions to the person holding the shares as to the exercise of voting rights.

14. If you have any questions about completing this form, please telephone Link Group on Freephone 0800 029 4520 or on +44 333 300 1568 if calling from outside the UK.
15. 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 account holders or uniquely designated accounts. The Company and Link Group accept no liability for any instruction that does not comply with these conditions.
16. **The doors of the Live Room at Twickenham RFU Stadium will open at 10.30 am and the AGM will start promptly at 12 noon. If you are coming to the Meeting by car, parking facilities are available at the RFU Stadium. You will need to access the designated parking area through entry point E, Gate D on Rugby Road. If you intend to park at Twickenham RFU Stadium, you will need to pre-register your number plate. Failure to pre-register may result in a penalty charge. Please contact the Group Company Secretariat before the Meeting: +44 1932 573000 or immediately after parking at Twickenham and a member of the Compass team will help you to register.**