

If you will be attending the Annual General Meeting to be held at the Leicester Marriott Hotel, Smith Way, Grove Park, Leicester, LE19 1SW at 9.30 am please bring this card with you.

Explanatory notes to the Proxy Form

- If you wish to register your proxy appointment electronically through the internet, please use www.sharevote.co.uk, where full details of the procedure are given. You will have to enter the Voting ID, Task ID and Shareholder Reference Number shown on this form.
- CREST members should please refer to the notice of meeting for instructions regarding CREST electronic proxy appointment services.
- If you wish to register your proxy appointment in paper form, please comply with the following notes:
 - You may, if you wish, delete the words 'Chairman of the meeting' and insert the name of a proxy of your choice in the box, who need not be a member. Please initial that alteration.

- To appoint more than one proxy, additional proxy forms may be obtained by contacting our Registrar, Equiniti Limited, on +44 (0)371 384 2164¹ (overseas shareholders should call +44 (0)121 415 7047¹) or you may copy this form. Please indicate in the box next to the proxy holder's name the number of shares in relation to which the proxy is authorised to act as your proxy. Please also indicate, by ticking the box provided, if the proxy appointment is one of multiple appointments made. All forms must be signed and should be returned together in the same envelope to the address on the reverse of this card.
- The form of proxy and, if relevant, the power of attorney or other authority under which it is signed, or a certified copy of that power or authority, must be received by our Registrar, Equiniti Limited, not later than 48 hours before the Annual General Meeting.
- If the member is a corporation, the form of proxy must be executed either under seal or in any other manner having the same effect or under the hand of an officer or the person duly authorised in writing stating their capacity (e.g. director, secretary, duly authorised attorney).
- For joint holders, the signature of any one of them will suffice. The instructions of the senior joint holder will be accepted to the exclusion of those 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 for the joint holding.
- The address shown opposite is that appearing in the register of members and the form of proxy and attendance card are not transferable.

- To be entitled to vote at the meeting (and for the purpose of determining the number of votes that may be cast), shareholders' names must be entered in the register of members at 6.30 pm on 15 May 2018.
- The vote withheld option is provided to enable you to instruct the proxy not to vote on any particular resolution. A vote withheld is not a vote and will not, therefore, be counted in the calculation of the proportion of votes for and against a resolution.
- Full details of the resolutions to be proposed at the meeting, with explanatory notes, are set out in the Notice of Annual General Meeting.

A map for your guidance is on the reverse of this card.

¹ Lines are open 8.30 am to 5.30 pm Monday to Friday (excluding public holidays in England and Wales).

PLEASE TEAR OFF AND RETURN



Proxy the Annual General Meeting 2018

0164 - 117 - S

Shareholder Reference Number

Task ID

Voting ID

You may submit your proxy electronically at www.sharevote.co.uk using the above numbers

I/We appoint the Chairman of the meeting or the following person

(see note 3(a) as my/our proxy to exercise all or any of my/our rights to attend, speak and vote in respect of my/our voting entitlement on my/our behalf at the Annual General Meeting of Next plc to be held at the Leicester Marriott Hotel, Smith Way, Grove Park, Leicester, LE19 1SW on Thursday 17 May 2018 at 9.30 am and at any adjournment. This form of proxy relates to the resolutions listed below and any other business transacted at the meeting or any adjournment. I/We wish my/our proxy to vote on the resolutions proposed at the meeting as instructed on this form. The proxy will vote, or abstain from voting, at his or her discretion on any resolution listed below if no instruction is given regarding that resolution and on any other business transacted at the meeting or any adjournment.

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

Please indicate your instructions by marking the "For", "Against" or "Vote Withheld" boxes in black ink like this

Resolutions 1 to 14 as Ordinary Resolutions and 15 to 19 as Special Resolutions

| | For | Against | Vote Withheld | For | Against | Vote Withheld |
|---|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
| 1. To receive and adopt the accounts and reports | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. To approve the Remuneration Report | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. To declare a final dividend of 105p per share | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. To re-elect Jonathan Bewes as a director | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. To re-elect Caroline Goodall as a director | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 6. To re-elect Amanda James as a director | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 7. To elect Richard Papp as a director | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 8. To re-elect Michael Roney as a director | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 9. To re-elect Francis Salway as a director | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 10. To re-elect Jane Shields as a director | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 11. To re-elect Dame Dianne Thompson as a director | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 12. To re-elect Lord Wolfson as a director | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 13. To re-appoint PricewaterhouseCoopers LLP as auditor and authorise the directors to set remuneration | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 14. Directors' authority to allot shares | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 15. Authority to disapply general pre-emption rights | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 16. Authority to disapply additional pre-emption rights | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 17. Authority for on-market purchase of own shares | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 18. Authority for off-market purchase of own shares | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 19. Notice period for general meetings | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Signature

Date



Marriott Hotel Directions

From the West

At the end of the M69, go straight over at the roundabout following directions to Leicester. Take the slip road for the A563 signposted Leicester and Space Centre. At the roundabout take first left and head east on the A563 marked Leicester. Get into right outside lane and at second slip road turn right, signposted Business Park. At roundabout (approx. 50 yards) take last exit and hotel is situated at the end of this road.

From the South or North

Exit M1 at Junction 21, follow directions for Leicester. Take the slip road for the A563 signposted Leicester and Space Centre. At the roundabout take first left and head east on the A563 marked Leicester. Get into right outside lane and at second slip road turn right, signposted Business Park. At roundabout (approx. 50 yards) take last exit and hotel is situated at the end of this road.



Business Reply Plus
Licence Number
RTAT-GULY-LJBJ



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