

Bakkavor Group plc (the 'Company') Annual General Meeting ('AGM' or 'Meeting') will be a **virtual** meeting, held on Thursday 22 May 2025 at 10.00am.

IMPORTANT INFORMATION

Shareholder views are important to us and all shareholders are encouraged to exercise their votes by submitting their proxy forms electronically via Shareview, by post, or by accessing the Lumi electronic meeting platform on the day of the AGM.

For full details on how to participate in our 2025 AGM, including how to submit questions in advance and on the day of the AGM, please refer to our Notice of AGM available on our website at www.bakkavor.com. The Board encourages shareholders to join via the Lumi electronic meeting platform to participate in the AGM.

Before completing the proxy form, please refer to the Notice of AGM to read the full text of the Resolutions, explanatory notes and relevant instructions which is available at www.bakkavor.com.

Join the AGM online: <https://meetings.lumiconnect.com/100-417-650-730>
You will then be prompted to enter your Shareholder Reference Number (SRN) and PIN. Please note that your PIN is the first two and last two digits of your SRN (printed below).

- You can appoint your proxy online via a Shareview portfolio. To register for a Shareview Portfolio, go to www.shareview.co.uk and enter the requested information.
- If you wish to return a hard copy proxy form, please complete the form below and return in the prepaid envelope or to the freepost address: FREEPOST RTHJ-CLLL-KBKU, Equiniti, Aspect House, Spencer Road, Lancing, BN99 8LU.

CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST manual. The CREST manual can be viewed at www.euroclear.com. A CREST message appointing a proxy (a 'CREST proxy instruction') regardless of whether it constitutes the appointment of a proxy or an amendment to the instruction previously given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the issuer's agent (ID RA19) by the latest time for receipt of proxy appointments.

To be valid, all proxy appointments must be received by our Registrar, Equiniti, no later than 10.00am on Tuesday 20 May 2025.

FORM OF PROXY

BAKKAVOR GROUP PLC ANNUAL GENERAL MEETING ('AGM') TO BE HELD ON THURSDAY 22 MAY 2025 AT 10.00AM

Shareholder Reference Number:

Appointment of Proxy: I / We, the undersigned, being a member / members of Bakkavor Group plc (the 'Company') hereby appoint the Chairman of the AGM or:

Name of proxy:

Number of shares (if not full voting entitlement) (see Notice of AGM)

as my/our proxy, to vote on my/our behalf at the Annual General Meeting of Bakkavor on Thursday 22 May 2025 at 10.00am and at any adjournment(s) thereof. In respect of the resolutions set out in full in the Notice of AGM, I/we desire my/our proxy to vote as indicated below.

Please mark this box ☐ to indicate if this proxy appointment is one of multiple appointments being made.
Please indicate your vote by marking the appropriate boxes in black or blue ink like this: ☒ X

Ordinary Resolutions	For	Against	Withheld	Ordinary Resolutions	For	Against	Withheld
1. To receive the Company's audited accounts and the reports of the Directors and the Auditors for the year ended 28 December 2024	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	14. To re-elect Jane Lodge as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	15. To reappoint PricewaterhouseCoopers LLP as External Auditors of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To declare a final dividend for the year ended 28 December 2024 of 4.80 pence per ordinary share	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	16. To authorise the Board to determine the remuneration of the External Auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To elect Lee Miley as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	17. To authorise the Directors to allot shares pursuant to section 551 of the Companies Act 2006	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Simon Burke as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Special Resolutions			
6. To re-elect Mike Edwards as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	18. To authorise the Directors to disapply pre-emption rights in certain circumstances	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-elect Sanjeevan Bala as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	19. To authorise the Directors to disapply pre-emption rights for financing and refinancing particular acquisitions and other capital investments	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-elect Umran Beba as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	20. To authorise the Company to purchase its own shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. To re-elect Robert Berlin as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	21. To allow a general meeting to be called on 14 clear days' notice	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To re-elect Jill Caseberry as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
11. To re-elect Agust Gudmundsson as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
12. To re-elect Lydur Gudmundsson as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
13. To re-elect Denis Hennequin as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				

Notes to help you complete this form are in the Notice of AGM. You should read these carefully before completing this form.
Please mark this box ☐ if signing on behalf of the shareholder as power of attorney, receiver or third party.
This card should not be used for comments, change of address or other queries. Please send separate instruction.

Signature

Date

EXPLANATORY NOTES

- 1. A shareholder of the Company is entitled to appoint one or more proxies to join the AGM virtually, and to speak and vote on their behalf, provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that member. A proxy need not be a member of the Company. If you appoint a proxy without indicating how the proxy should vote on a particular matter, the proxy may exercise their discretion as to whether, and if so how, they vote on that matter.
- 2. The appointment of a proxy online, return of a completed proxy form, other instrument or any CREST/Proxymity proxy instruction will not prevent a member from participating in the AGM electronically and submitting a vote online at the AGM if they wish to do so.
- 3. We recommend that all shareholders appoint the Chair of the meeting as proxy. This will ensure that your vote will be counted even if electronic attendance at the meeting is restricted, or you are unable to attend electronically.
- 4. The "Vote withheld" option is provided to enable a member to withhold their vote on any particular resolution. 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 votes "For" or "Against" a resolution.
- 5. All advance proxy votes, regardless of how they are cast must be returned by 10.00am on Tuesday 20 May 2025. If you return paper and electronic instructions, those received last by our Registrar, Equiniti, before 10.00am on Tuesday 20 May 2025 will take precedence.
- 6. In the case of a corporate shareholder, this form must be executed under its common seal or signed by a director, duly authorised officer, representative or attorney. Their capacity must be stated on the form.
- 7. In the case of joint holders: (i) only one need execute, and (ii) the vote of the senior holder who tenders a vote, whether in person or by proxy or (in the case of a corporation) by authorised representative, will alone be counted. For this purpose, seniority will be determined by the order in which the names appear in the register of members in respect of the joint holding. If necessary, someone else may execute the form on your behalf.

MANAGE YOUR SHAREHOLDING ONLINE

Please support us to reduce our environmental impact and save paper by electing to receive electronic communications. You can do so by signing up to Shareview, a free secure portfolio service provided by our Registrar, Equiniti, at www.shareview.co.uk or by scanning the QR code below. Through Shareview, you can also appoint a proxy and make use of a number of other services that will support you in managing your Bakkavor shareholding.



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