

Notice of availability

The 2021 Notice of Annual General Meeting (the Notice) and the Annual Report and Financial Statements 2020-21 are available to view at www.royalmailgroup.com/investor-centre.

The 2021 Annual General Meeting (the AGM) of Royal Mail plc will be held at Mail Rail at The Postal Museum, 15-20 Phoenix Place, London, WC1X 0DA on Wednesday 21 July 2021 at 11.00. The Chair's Letter to Shareholders appears at the front of the Notice and contains important information about our AGM and its format, notably that shareholders will be able to attend and participate in the AGM electronically. We encourage all shareholders to read it.

If you are attending the AGM in person, please bring this card with you. To join the AGM electronically, please use the details below. Further instructions can be found on pages 14 and 15 of the Notice.

Meeting ID: 133-833-946

Shareholder Reference Number (SRN):

PIN: First and last two digits of your SRN

**Royal Mail plc
2021 Annual General Meeting Proxy Form**

3927-050-S



Voting ID

Task ID



Shareholder Reference Number

You can appoint your proxy online at www.sharevote.co.uk using the above numbers or by completing and sending this form back in the enclosed pre-paid envelope. Before completing the Proxy Form, please read the explanatory notes overleaf.

I / we hereby appoint the Chair of the AGM, or the following person (see note 3):

Name of proxy

No. of shares

Please tick here if this proxy appointment is one of multiple appointments being made. If you are appointing more than one proxy, please refer to note 3 overleaf.

as my / our proxy to vote on my / our behalf at the 2021 Annual General Meeting (the AGM) of Royal Mail plc (the Company) to be held at Mail Rail at The Postal Museum, 15-20 Phoenix Place, London, WC1X 0DA on Wednesday 21 July 2021 at 11.00 and at any adjournment thereof. I / we direct that my / our vote(s) be cast on the specified resolutions as indicated by an 'X' below (see note 4). If no indication is given, my / our proxy will vote (or refrain from voting) at his or her discretion and I / we authorise my / our proxy to vote (or refrain from voting) as he or she thinks fit in relation to any other matter which is properly put before the AGM.

Resolutions	For	Against	Withheld	Resolutions	For	Against	Withheld
1. Receive the Company's Annual Report and Financial Statements	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	12. Re-appoint Lynne Peacock as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	13. Re-appoint KPMG LLP as auditor of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Declare a final dividend of 10 pence per share	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	14. Authorise the Audit and Risk Committee to determine the auditor's remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Re-appoint Keith Williams as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	15. Authorise the Company to make political donations and incur political expenditure	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Re-appoint Simon Thompson as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	16. Authorise the Directors to allot shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Re-appoint Martin Seidenberg as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	17. Empower the Directors to disapply pre-emption rights*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Re-appoint Mick Jeavons as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	18. Empower the Directors to disapply pre-emption rights (acquisitions and specified capital investments)*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Re-appoint Baroness Hogg as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	19. Authorise the Company to purchase its own shares*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Re-appoint Rita Griffin as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	20. Authorise the Company to call general meetings on not less than 14 clear days' notice*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Re-appoint Maria da Cunha as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
11. Re-appoint Michael Findlay as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				

* Special resolution

Signature (see notes 1, 5 and 6)

Date



Notes

These notes are not a summary of the matters covered in the 2021 Notice of Annual General Meeting (the Notice) and should not be regarded as a substitute for reading the Notice. You should read the Notice in conjunction with this Proxy Form before taking any decisions in relation to the business to be considered at the AGM.

1. Appointing a proxy using this Proxy Form

To appoint a proxy using this Proxy Form, the completed form, together with a certified copy of the power of attorney or other authority (if any) under which it is executed, must be delivered by post or by hand (during normal business hours only) so as to be received by Equiniti at Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA, by no later than **11.00 on Monday 19 July 2021**. A pre-paid envelope is enclosed for the return of your completed Proxy Form.

Unless the shareholder is a joint shareholder (see note 5) or a corporate shareholder (see note 6), the Proxy Form must be signed and dated by the shareholder or their attorney duly authorised in writing.

2. Appointing a proxy online

As an alternative to completing this Proxy Form, you can appoint your proxy online at www.sharevote.co.uk. You will need your Voting ID, Task ID and Shareholder Reference Number, which are printed on the front of the Proxy Form, to register to use this service. If you have already registered, you may appoint a proxy by logging onto your portfolio at www.shareview.co.uk and following the instructions provided. Your online proxy appointment must be received by no later than **11.00 on Monday 19 July 2021**.

For details on appointing a proxy using the CREST voting facility by CREST participants, please see the Explanatory Notes to the Notice.

A certified copy of any power of attorney or other authority under which any online or CREST proxy appointment is made must be received at the relevant address specified in the Notice for receipt of such proxy appointment (or at such other address as the Company may specify) by the latest time indicated for receipt of such proxy appointment.

3. Choice of proxy

You may appoint one or more proxies to exercise all or any of your rights to attend, speak and vote at the AGM instead of you, provided that each proxy is appointed to exercise the rights attached to a different share or shares held by you. Your proxy need not be a shareholder of the Company. However, you are strongly encouraged to appoint the Chair of the AGM as your proxy. This is to ensure that your vote is counted if you are, or any person you might otherwise appoint is, unable for any reason to attend on the day. The appointment of a proxy will not prevent you from attending, voting and speaking at the AGM either electronically or in person (should this be possible).

If your proxy is being appointed in relation to less than your full voting entitlement, please enter in the space provided the number of shares in relation to which they are authorised to act as your proxy. If this is left blank, your proxy will be deemed to be authorised in respect of your full voting entitlement (or, if this Proxy Form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account).

If you wish to appoint a proxy, other than the Chair of the AGM, and such proxy wishes to attend the AGM electronically, your proxy will need to contact the Company's Registrar (see note 7 below) by **11.00 on Tuesday 20 July 2021** to arrange for the necessary access details to be provided.

To appoint more than one proxy, please photocopy the Proxy Form and indicate the number of shares for which you are authorising them to act as your proxy. All proxy forms must be signed and should be returned together in the same envelope.

4. Voting instructions

Your proxy may vote as he or she chooses on any resolution for which you do not give a voting instruction and on any amended resolutions or other procedural issues that may arise at the meeting.

The 'Vote Withheld' option is given to enable you to withhold your vote on any particular resolution. 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. Joint shareholders

In the case of joint holders, the signature of any one holder will suffice. Where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's Register of Members in respect of the joint holding (the first-named being the most senior).

6. Corporate shareholders

A corporation should execute the Proxy Form under its common seal or signed on its behalf by a duly authorised officer or attorney or any other person authorised to sign.

7. Shareholder information

If you need assistance, please contact Equiniti on 0371 384 2656 if calling from the UK or +44 121 415 7086 if calling from outside of the UK. Lines are open from 8.30 to 17.30 Monday to Friday (excluding public holidays in England and Wales). Calls are free from a BT landline, but other network providers may charge. Alternatively, you can write to Equiniti at Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA.