2020 ANNUAL REPORT AND NOTICE OF 2021 AGM

You can now access the Man Group plc Annual Report for the year ended 31 December 2020 and the Notice of our 2021 Annual General Meeting (AGM) at www.man.com/investor-relations.

The AGM will be held at 10.00am on Friday 7 May 2021 at Riverbank House, 2 Swan Lane, London EC4R 3AD. Due to the ongoing COVID-19 pandemic, shareholders are invited to join by video link. For further details please refer to the Notice of our 2021 AGM.

You can send us your proxy vote by completing and returning the Form of Proxy attached or by voting online at www.sharevote.co.uk.

Notes on completing the Form of Proxy

1 A shareholder may if they wish register a proxy appointment online via the Equiniti website www.sharevote.co.uk subject to the terms and conditions shown on the website. Alternatively, shareholders registered with www.shareview.co.uk can log on and vote through that service. Please note that any electronic communication found to contain a computer virus will not be accepted.

2 To be effective, the Form of Proxy attached or your online voting instruction must be sent to Equiniti to be received no later than 10.00am on 5 May 2021. If you wish, you may return the Form of Proxy in an envelope addressed to Equiniti, FREEPOST RTHJ-CLLL-KBKU, Aspect House, Spencer Road, Lancing, Worthing, West Sussex BN99 8LU.

3 A shareholder may appoint a proxy of his or her choice to attend, speak and vote at the AGM on their behalf. Please leave this box blank if you wish to appoint the Chair as your proxy. If you wish to appoint someone else, please enter their name in the box. A proxy need not be a shareholder but must be able to attend the meeting in order to represent you. If you are appointing a proxy in relation to part of your shareholding only, please enter the number of shares in respect of which your proxy is authorised to vote in the box next to the proxy's name. If this box is left blank, the proxy will be authorised to vote in respect of all your shares.

4 To appoint more than one proxy, please obtain the appropriate number of additional Forms from the Company's Registrars, Equiniti, or photocopy this Form. In the case of multiple Forms, please specify the number of shares in respect of which each proxy can vote, as instructed in Note 3 above. Multiple Forms should be returned to Equiniti in an envelope at the FREEPOST address detailed in Note 2.

5 Please indicate with an X in the boxes For/Against/Vote Withheld how you wish your proxy to vote on each of the resolutions. If no indication is given, your proxy will have discretion to vote or abstain on those and on all other resolutions or amendments thereto that may be voted on at the meeting.

6 In the case of joint holders, the Form of Proxy must be signed by the first named holder of the shares.

7 In the case of a corporation, the Form of Proxy must be completed either under seal or signed by a duly authorised officer or attorney.

8 CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service should read Note 6 to the Notice of AGM.

9 Completion and return of the Form of Proxy or sending an online voting instruction will not prevent a shareholder from attending and voting in person at the meeting if the shareholder so wishes. Any votes validly given at the meeting will override, if different, previous proxy votes given. However, please note the guidance opposite regarding shareholder attendance in the context of COVID-19.

10 Any amendment or alteration made to the Form of Proxy should be initialled by the person signing it.

COVID-19

In light of the UK Government's current guidance as at the date of despatch of this document regarding social distancing and the prohibition of public gatherings due to the COVID-19 pandemic, shareholders are invited to join the meeting via WebEx or telephone (please note that you will only be able to ask questions during the meeting using the WebEx functionality). Full details on how to join will be posted on the "Shareholder Meetings" section of the investor relations page on our website (www.man.com/investor-relations). Shareholders are encouraged to appoint the Chair of the meeting as their proxy to attend and vote on their behalf given the uncertainties with regard to the admission of shareholders or their representatives to the AGM due to the ongoing COVID-19 pandemic.

Form of Proxy
2021 Annual General Meeting ('AGM')

Man

+ Voting ID   Task ID   Shareholder Reference +

In order to be effective your Form of Proxy must be received by our Registrars by no later than 10.00am on 5 May 2021 (Note 2).

If you prefer, you may submit your Form of Proxy electronically at www.sharevote.co.uk quoting the above numbers (Note 1).

I/we the undersigned being a shareholder(s) of Man Group plc ('the Company') hereby appoint (Note 3)

No of Shares (Note 3)

or failing him/her the Chair of the Meeting as my/our proxy to vote for me/us and on my/our behalf at the AGM of the Company to be held on Friday 7 May 2021 and at any adjournment thereof and in respect of the Resolutions set out in the Notice of AGM to vote as indicated below.

Please indicate your vote by marking the appropriate boxes in black ink like this ☒. Please note that a 'Vote Withheld' is not a vote in law so will not be included in any calculation of votes cast (Note 5).

	Resolution	For	Against	Vote Withheld
1	Receive the Annual Report and financial statements	☐	☐	☐
2	Approve the Directors' Remuneration Policy	☐	☐	☐
3	Approve the Directors' Remuneration Report	☐	☐	☐
4	Declare a final dividend	☐	☐	☐
5	Reappoint Dame Katharine Barker as a director	☐	☐	☐
6	Reappoint Lucinda Bell as a director	☐	☐	☐
7	Reappoint Richard Berliand as a director	☐	☐	☐
8	Reappoint Zoe Cruz as a director	☐	☐	☐
9	Reappoint John Cryan as a director	☐	☐	☐
10	Reappoint Luke Ellis as a director	☐	☐	☐
11	Reappoint Mark Jones as a director	☐	☐	☐
12	Reappoint Cecelia Kurzman as a director	☐	☐	☐
13	Reappoint Dev Sanyal as a director	☐	☐	☐
14	Reappoint Anne Wade as a director	☐	☐	☐
15	Reappoint Deloitte LLP as auditor	☐	☐	☐
16	Determine the remuneration of the auditor	☐	☐	☐
17	Authorise political donations and expenditure	☐	☐	☐
18	Authorise the directors to allot shares	☐	☐	☐
19	Authorise the directors to allot shares for cash other than on a pro-rata basis to existing shareholders†	☐	☐	☐
20	Authorise the directors to allot shares for cash other than on a pro-rata basis to existing shareholders in relation to acquisitions and specified capital investments†	☐	☐	☐
21	Authorise the Company to purchase its own shares†	☐	☐	☐
22	Amendment of the Articles of Association†	☐	☐	☐
23	Authorise the directors to call general meetings on 14 clear days' notice†	☐	☐	☐

†Special Resolution.

+ +

0874–123–S

Please mark this box if signing on behalf of the shareholder as Attorney, Receiver or Third Party. ☐

This Form should not be used for any comments, change of address or other queries. Please send a separate communication to our Registrars.

Please sign here (Notes 6 and 7)

Date

2021

2

Business Reply Plus
Licence Number
RTAR-CLKS-YLGU

Equiniti
Aspect House
Spencer Road
LANCING
BN99 8GL