



FORM OF DIRECTION FOR USE BY HOLDERS OF DEPOSITORY INTERESTS AND EMPLOYEE SHAREHOLDERS OR HOLDERS WITHIN THE 888 NOMINEE FACILITIES IN RELATION TO THE ANNUAL GENERAL MEETING TO BE HELD ON 15 JUNE 2022.

BEFORE COMPLETING THIS FORM, PLEASE READ THE EXPLANATORY NOTES BELOW.

## NOTICE OF AVAILABILITY

I/We, being (a) holder(s) of Depository Interests or interests in securities of 888 Holdings Public Limited Company via the 888 Nominee Schemes hereby direct Link Market Services Trustees Limited (see note (b)) to vote in proportion to my/our Holding at the ANNUAL GENERAL MEETING at the office of Hudson Sandler LLP at 25 Charterhouse Square, London EC1M 6AE, on Wednesday 15 June 2022 at 12.00pm UK (1.00pm Gibraltar) and at any adjournment thereof as shown below (see notes (b), (c) and (j)).

Signature of person attending

Bar Code:

Bar Code:

Event Code:

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RESOLUTIONS	
1	To receive the Annual Report & Accounts 2021
2	To approve the Directors' Remuneration Report (other than the part containing the Remuneration Policy)
3	To re-elect Jon Mendelsohn as a Director
4	To re-elect Anne de Kerckhove as a Director
5	To re-elect Mark Summerfield as a Director
6	To re-elect Limor Ganot as a Director
7	To re-elect Itai Pazner as a Director
8	To re-elect Yariv Dafna as a Director
9	To re-appoint Ernst and Young LLP and EY Limited, Gibraltar, as the Company's Auditors
10	To authorise the Audit Committee to agree the remuneration of the Auditors

FOR	AGAINST	VOTE	WITHHELD
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<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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RESOLUTIONS	
11	To renew the Directors' authority to issue shares, as set out in the Notice of Meeting
12	To authorise the Directors to establish the 888 Holdings plc SAYE Option Plan
13	To authorise the Directors to make market purchases of the Company's ordinary shares, as set out in the Notice of Meeting
14	To renew the Directors' authority to allot equity securities for cash without first offering them to shareholders, as set out in the Notice of Meeting
15	To renew the Directors' authority to allot equity securities for cash in connection with an eligible acquisition or specified capital investment without first offering them to shareholders, as set out in the Notice of Meeting

FOR	AGAINST	VOTE	WITHHELD
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signature (see notes (d) and (e))

Date

Notes

- (a) To be valid this Form of Direction, together with any power of attorney or other authority under which it is signed, or a notarially certified copy of such power or authority, must be deposited at Link Group, PXS 1, Central Square, 29 Wellington Street, Leeds, LS1 4DL in person or by post no later than 12.00pm UK (1.00pm Gibraltar) on 10 June 2022.
- (b) Neither Link Market Services Trustees Limited nor its appointed custodian will exercise voting rights in the absence of express instructions from the registered Depository Interest holder or registered participant within the 888 Nominee schemes.
- (c) Please indicate with an "X" how you wish Link Market Services Trustees Limited to vote the Shares underlying your Depository Interest or Nominee holding. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of the proportion of votes for or against the resolution.
- (d) In the case of a corporation, this Form of Direction must be executed under its common seal or under the hand of an officer or attorney duly authorised whose capacity should be stated.
- (e) In the case of joint holders, this Form of Direction may be signed by any one of such holders, but the vote of the senior who tenders a vote shall be accepted to the exclusion of the vote(s) of the other joint holder(s). For this purpose seniority shall be determined by the order in which the names appear in the Depository Interest or Nominee register.
- (f) This form is issued only to the addressee(s) and is specific to the class of security and the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; (ii) classes of security; or (iii) uniquely designated accounts. The Company and Link Market Services Trustees Limited accept no liability for any instruction that does not comply with these conditions.
- (g) Resolutions 13 to 15 will be proposed as special resolutions.
- (h) You are invited to submit any questions in respect of the business of the Meeting for the Board to consider. Questions may be submitted in advance or during the Meeting over the Investor Meet Company platform (<https://www.investormeetcompany.com/888-holdings-plc/register-investor>) following registration, and the Board will aim to respond to any such questions relevant to the business of the Meeting. No answer need be given by the Company to any question if (a) to do so would interfere unduly with the preparation for the Meeting or involve the disclosure of confidential information, or (b) the answer has already been given on a website in the form of an answer to a question, or (c) it is undesirable in the interests of the Company or the good order of the Meeting that the question be answered.
- (i) Depository interests held in uncertificated form (i.e. in CREST), representing shares on a one for one basis in the Company, may be voted through the CREST Proxy Voting Service in accordance with the procedures set out in the CREST manual. To vote or to give or amend an instruction to a previously appointed proxy via the CREST system, the CREST message must be received by Link Market Services Trustees Limited (ID number: RA10) by 12.00pm UK (1.00pm Gibraltar) on 10 June 2022. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which Link Market Services Trustees Limited is able to retrieve the message. After this time any change of instructions to a proxy appointed through CREST should be communicated to the proxy by other means. CREST Personal Members or other CREST sponsored members and those CREST Members who have appointed voting service provider(s) should contact their CREST sponsor or voting service provider(s) for assistance with appointing proxies via CREST. For further information on CREST procedures, limitations and system timings please refer to the CREST Manual. We may treat a proxy appointment sent by CREST as invalid in the circumstances set out in Regulation 35(5)(a) of the UK Uncertificated Securities Regulations 2001.
- (j) Link Market Services Trustees Limited will appoint the Chairman of the meeting as its proxy to cast your votes. The Chairman may also vote or abstain from voting as he or she thinks fit on any other business (including amendments to resolutions) which may properly come before the meeting.
- (k) 888 Nominee Scheme participants may cast their votes electronically by logging on to <https://www.signalshares.com> and following the instructions given on the website. Such participants will need to register first before using this internet voting facility and will be asked to agree to certain terms and conditions.

**LINK GROUP**  
PXS 1  
Central Square  
29 Wellington Street  
Leeds  
LS1 4DL

Business Reply Plus  
Licence Number  
RUCA-ESGL-RSXY



PXS 1  
Link Group  
Central Square  
29 Wellington Street  
LEEDS  
LS1 4DL