

## Special arrangements for the electronic Annual General Meeting

In order to hold our AGM during the Covid-19 pandemic and the stay at home measures introduced by the UK Government, we have taken the decision to hold the meeting electronically, as permitted by our Articles of Association.

The meeting will use an electronic platform and each shareholder will require an individual invitation to attend. All shareholders wishing to attend electronically must email the Company Secretary at [penny.thomas@contourglobal.com](mailto:penny.thomas@contourglobal.com) by no later than 22nd May 2020 to receive the invitation to access the meeting. Once your details have been verified, you will be issued with an individual e-mail link to join the meeting together with a poll card. You will be able to ask questions at the AGM, but it would be helpful if you could email these to the Company Secretary in advance.

To facilitate the smooth operation of the meeting we ask all shareholders to lodge proxy votes in advance of the AGM to assist with the poll vote procedures. You may still vote on a poll using the poll card issued with your meeting invitation as set out in Note 14 and by following the instruction for its electronic return as set out on the poll card.

**Company Secretary**  
Penny Thomas  
[penny.thomas@contourglobal.com](mailto:penny.thomas@contourglobal.com)



No later than 22nd May 2020  
to receive the invitation to  
access the meeting



### ContourGlobal plc – PROXY FORM

Voting ID

Task ID

Shareholder Reference No.

**Please refer to the notes on the reverse of the attendance card before completing the form.**

I/We, being a member of ContourGlobal plc (the "Company"), hereby appoint the Chairman of the Annual General Meeting (see note 3 overleaf) or

Name of Proxy

No. of shares proxy is appointed over

as my/our proxy to exercise all or any of my/our rights to attend, speak and vote in respect of my/our ordinary shares in the Company on my/our behalf at the Annual General Meeting of the Company to be held at 1.30 pm (London time) on 27th May 2020 and at any adjournment thereof. I have indicated with an 'X' how I/we wish my/our votes to be cast on the following Resolutions.

If you wish to appoint multiple proxies, please see note 3 overleaf.

☐ Please also tick here if you are appointing more than one proxy.

#### Resolutions

Please mark 'X' to indicate how you wish to vote

#### Ordinary resolutions

1. To receive the reports of the Directors and Auditors and the accounts for the Company for the year ended 31st December 2019.
2. To approve the amendment to the LTIP.
3. To approve the Directors' Remuneration report for the year ended 31st December 2019.
4. To re-elect Mr Craig A. Huff as a Director.
5. To re-elect Mr Joseph C. Brandt as a Director.
6. To re-elect Mr Stefan Schellinger as a Director.
7. To re-elect Mr Gregg M. Zeitlin as a Director.
8. To re-elect Mr Alejandro Santo Domingo as a Director.
9. To re-elect Mr Ronald Trächsel as a Director.
10. To re-elect Mr Daniel Camus as a Director.
11. To re-elect Dr Alan Gillespie as a Director.
12. To re-elect Ms Mariana Gheorghe as a Director.
13. To re-appoint PricewaterhouseCoopers LLP as Auditors of the Company.
14. To authorise the Audit & Risk Committee of the Company to determine the remuneration of the Auditors.
15. To authorise the Directors to allot shares within specified limits.

	For	Against	Vote withheld
1.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

#### Special resolutions

16. Authority to disapply statutory pre-emption rights.
17. Additional authority to disapply statutory pre-emption rights.
18. To authorise the Company to purchases its own shares.
19. Authority to call a general meeting (other than an AGM) on not less than 14 clear days' notice.

16.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
17.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
18.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
19.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

#### Ordinary resolution

20. To authorise the Company to make political donations.

20.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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Signature

Date

Freepost RTHJ-CLLL-KBKU  
Equiniti  
Aspect House  
Spencer Road  
LANSING  
BN9 8LU



Notes

- 1 Full details of the resolutions to be proposed at the Annual General Meeting ("AGM") are set out in the enclosed Notice of Annual General Meeting.
- 2 Only holders of ordinary shares in the Company or their duly appointed representatives, are entitled to attend, speak and vote at the AGM. A shareholder so entitled may appoint (a) proxy(ies), who need not be (a) shareholder(s), to exercise all or any of his/her rights to attend, speak and vote on his/her behalf at the AGM.
- 3 You can appoint the Chairman of the AGM or anyone else to be your proxy at the AGM. You can also, if you wish, appoint more than one proxy provided that each proxy is appointed to exercise the rights attached to a different ordinary share or ordinary shares held by you.
- To appoint the Chairman as your sole proxy in respect of all your ordinary shares complete any voting instructions but leave all other proxy appointment details blank.
  - To appoint a single proxy in respect of all your ordinary shares other than the Chairman, delete only the words "the Chairman of the Annual General Meeting" and insert the name of your proxy (who need not be a shareholder of the Company) and complete any voting instructions.
  - To appoint more than one proxy, (an) additional proxy form(s) may be obtained by contacting the registrar or you may photocopy the proxy form. Please indicate in the box next to the proxy holder's name, the number of shares in relation to which you authorise them to act as your proxy and complete any voting instructions. Please also indicate by ticking the box provided on the proxy form if the proxy instruction is one of multiple instructions being given. All proxy forms should be returned together in the same envelope.
- If the box next to the proxy holder's name is left blank, your proxy will be deemed to be authorised in respect of all your ordinary shares.
- 4 The proxy form gives your proxy or proxies full rights to attend, speak and vote at the AGM.
- 5 Please indicate with an "X" in the boxes provided how you wish your vote to be cast. Unless otherwise instructed, the person(s) appointed as a proxy will exercise his/her discretion as to how he/she votes or whether he/she abstains from voting on any particular resolution and on any other business (including amendments to resolutions and any procedural business), which may come before the AGM.
- 6 The 'Vote withheld' option on the proxy form is provided to enable you to abstain on any particular resolution. However, a vote withheld is not a vote in law and will not be counted in the calculation of the proportion of votes 'For' and 'Against' a resolution.
- 7 The right to appoint a proxy does not apply to persons whose ordinary shares are held on their behalf by another person and who have been nominated to receive communication from the Company in accordance with Section 146 of the Companies Act 2006 ("nominated persons"). Nominated persons may have a right under an agreement with the registered shareholder who holds ordinary shares on their behalf to be appointed (or to have someone else appointed) as a proxy. Alternatively, if nominated persons do not have such a right, or do not wish to exercise it, they may have a right under such an agreement to give instructions to the person holding the shares as to the exercise of voting rights.
- 8 Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001 (as amended) and section 360B of the Companies Act 2006, only those persons entered in the Register of Members of the Company (the "Register") as at 6.30pm on 25th May 2019 (the "Specified Time") shall be entitled to attend, speak or vote at the AGM in respect of the number of ordinary shares in the capital of the Company registered in their names at that time. Changes to entries on the Register for certificated or uncertificated shares of the Company after the Specified Time shall be disregarded in determining the rights of any person to attend, speak or vote at the AGM. Should the AGM be adjourned to a time not more than 48 hours after the Specified Time, that time will also apply for the purpose of determining the entitlement of members to attend, speak and vote (and for the purpose of determining the number of votes they may cast) at the adjourned AGM. Should the AGM be adjourned for a longer period, to be so entitled, shareholders must have been entered on the Register by 6.30pm on the day which is two business days prior to the adjourned AGM or, if the Company gives notice of the adjourned AGM, at the time specified in such notice.

- 9 In the case of joint holders, only one need sign this proxy form, but the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders. For this purpose seniority shall be determined by the order in which the names stand in the Company's register of members in respect of the joint holding.
- 10 Any alterations to this proxy form should be initialled.
- 11 If the proxy form is signed by someone else on your behalf, their authority to sign must be returned with the proxy form. If the shareholder is a corporation, the proxy form must be executed under its common seal or signed by an officer or attorney or other person duly authorised by the corporation.
- 12 If you complete and return the proxy form this will not preclude you from attending the AGM and voting in person.
- 13 All proxy forms must be signed, dated and returned to the Company's registrar, Equiniti Limited. To be valid the proxy form (together with any authority under which it is executed or a copy of the authority certified by a notary) must be received by the Company's registrar, Equiniti Limited, no later than 1.30 pm on 22nd May 2020 or by no later than 48 hours, excluding non-business days, prior to the date of any adjourned meeting.
- 14 Please return the proxy form to the address shown on the back of the form. Alternatively, you can return it in an envelope using the following address: Equiniti Limited, FREEPOST RTHJ-CLLL-KBKU, Aspect House, Spencer Road, Lansing, West Sussex BN99 8LU.
- A stamp is not required if posted in Great Britain, Channel Islands or Northern Ireland.
- 15 Alternately Electronic Proxy Appointment ("EPA") is available for this Meeting. To use this facility you must visit [www.sharevote.co.uk](http://www.sharevote.co.uk) where details of the procedure are shown. The Voting ID, Task ID and Shareholder Reference Number shown on the proxy form will be required to complete the procedure. EPA will not be valid if received after 1.30 pm on 25th May 2020 and will not be accepted if found to contain a computer virus.
- 16 The CREST electronic proxy appointment service is available for this AGM and any adjournment(s) thereof by using the procedures described in the CREST Manual which can be viewed at [www.euroclear.com](http://www.euroclear.com). CREST Personal Members or other CREST Sponsored Members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST Sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf. In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a "CREST Proxy instruction") must be properly authenticated in accordance with CRESTCo's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instruction 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 no later than 1.30 pm on 22nd May 2020 or in the case of any adjournment not later than 48 hours, excluding non-business days, before the time fixed for the adjourned meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp generated by the CREST Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.
- The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001 (as amended). For further information relating to the CREST proxy system, please refer to the CREST Manual (available via [www.euroclear.com](http://www.euroclear.com)) and the notes to the Notice of Annual General Meeting.
- 17 If the registrar receives more than one valid proxy form in respect of the same ordinary shares, they will accept the last one. They cannot accept proxy forms returned by fax.