

**THE ALTRO GROUP PLC
ANNUAL GENERAL MEETING 2024 - FORM OF PROXY**

The Annual General Meeting (the "Meeting") of The Altro Group plc (the "Company") will be held at the Company's registered office at Works Road, Letchworth Garden City, Hertfordshire, SG6 1NW on Tuesday 18 June 2024 at 1.30pm.

Please insert shareholder name(s) and address(es) below in block capitals:

I/We*

Of

.....
being a shareholder(s) of the Company hereby appoint as my/our proxy the person named in Box A below, or Box A being blank the Chair of the Meeting, to vote on my/our behalf at the Meeting (and at any adjournment thereof) in respect of the number of my/our shares in the Company shown in Box B, or Box B being blank in respect of my/our full entitlement to vote.

BOX A
<i>Please enter name of proxy if other than the Chair of the Meeting (see note 1)</i>

BOX B
<i>Please enter number of shares on which to vote if less than full entitlement (see notes 2 & 3)</i>

I/we instruct my/our proxy to vote as indicated below.

Signature (see notes 4 & 5): _____ Dated: _____ 2024

Please indicate with a ✓ in the spaces below how you wish your votes to be cast in respect of the resolutions as laid out in the Notice of Annual General Meeting. Please refer to the Notice of Annual General Meeting for the full wording of the below resolutions.

Ordinary Business		For	Against	Vote Withheld (see note 6)
1.	To receive and to adopt the directors' report & accounts for the year ended 31 December 2023, together with the report of the auditors			
2.	To authorise the directors' remuneration for the year ended 31 December 2023			
3.	To reappoint PricewaterhouseCoopers LLP as auditors of the Company and to authorise the directors to agree their remuneration			
4.	To declare a final dividend of 7p per Ordinary Share for the year ended 31 December 2023			

Special Business		For	Against	Vote Withheld (see note 6)
5.	In the event that Resolution 7 does not pass, to authorise the directors to allot shares up to an aggregate nominal amount of £3,342,606.90			
6.*	In the event that Resolution 7 does not pass, to empower the directors to disapply pre-emption rights on shares allotted under the authority granted by Resolution 5			
7.*	To approve re-registration as a private limited company and to change the company name to Altro Group Limited			
8.*	Subject to the passing of Resolution 7, to adopt new Articles of Association			
9.	Subject to the passing of Resolution 7, to give authority to the directors to authorise matters of actual or potential conflicts of interest for the purposes of section 175 of the Companies Act 2006			
10.	Subject to the passing of Resolution 7, to authorise the directors to allot shares at the directors' discretion under section 550 of the Companies Act 2006			
11.	To approve a Limited Liability Agreement between the Company and its Auditor (PricewaterhouseCoopers LLP) in relation to the financial year ending 31 December 2024			

*Special Resolutions are those marked with an asterisk

Notes:

1. A shareholder may appoint a proxy of his or her own choice. If such an appointment is made please insert the name of the person appointed proxy in Box A above. If Box A is left blank the Chair of the Meeting will be appointed as your proxy.
2. If you wish your proxy to act on less than your full share entitlement, state the number of shares on which he/she may vote on in Box B. If Box B is left blank then your proxy will act on your full entitlement.
3. The figure in Box B should not include any Company Share Incentive Plan ("SIP") shares held on your behalf by Link Market Services Trustees Limited. If you are the beneficiary of any such SIP shares, you will receive a separate Form of Direction from Link Market Services Trustees Limited in respect of these shares.
4. If the shareholder is a corporation, this form must be executed under the hand of a duly authorised officer or attorney or its common seal.
5. In the case of joint holders, the signature of any one holder will be sufficient but the names of all the joint holders must be stated.
6. The vote withheld option is to enable you to abstain on any resolution. However, it is not a vote in law and will not be counted in the calculation of votes for and against a resolution.
7. If this form is returned without any indication as to how you wish your votes to be cast, the person appointed proxy will exercise discretion as to how he or she votes or whether he or she abstains from voting.
8. This form must be completed and deposited at Link Group, PXS 1, Link Group, Central Square, 29 Wellington Street, Leeds, LS1 4DL or sent to the following email address: TOUK-ProxyQueries@linkgroup.co.uk not less than 48 hours before the time fixed for holding the Meeting or adjourned meeting.