

## Form of Proxy for use at the Annual General Meeting of Kromek Group plc

To be held at:  
Kromek Group plc  
North East Technology Park (NETPark),  
Thomas Wright Way, Sedgefield,  
County Durham TS21 3FD  
at 10.30am on 31 October 2020

If you want your proxy to vote in a certain way on the resolutions specified, please place an **"X"** in the appropriate box. If you fail to select any of the given options your proxy can vote as he/she chooses or can decide not to vote at all. The proxy can also do this on any other resolution that is put to the meeting.

I/We, the undersigned, being (a) member(s) of Kromek Group plc (the "Company"), hereby appoint the Chairman of the meeting or

**Name of proxy** ..... **Number of shares** .....

as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting (the "Meeting") of the Company to be held at the Kromek Group plc North East Technology Park, Thomas Wright Way, Sedgefield, County Durham TS21 3FD at 10.30am on 31 October 2020 and at any adjournment thereof. I/We wish my/our proxy to vote as shown below in respect of the resolutions set out in the notice of the Meeting.

Please indicate by ticking this box if this proxy appointment is one of multiple appointments being made.

For the appointment of one or more proxy, please refer to explanatory note 2 (overleaf).

| Resolutions   | Please mark "X" to indicate how you wish to vote | For                      | Against                  | Vote withheld            | Resolutions  | Please mark "X" to indicate how you wish to vote | For                      | Against                  | Vote withheld            |
|---|--|--------------------------|--------------------------|--------------------------|--|--|--------------------------|--------------------------|--------------------------|
| 1. To receive the accounts for the financial year ended 30 April 2020 together with the reports of the Directors and of the auditors thereon. |  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | 7. To authorise the Directors to allot shares for the purposes of Section 551 of the Companies Act 2006.   |  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. To re-elect Rakesh Sharma as a Director.   |  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | 8. To authorise the disapplication of statutory pre-emption rights in relation to the allotment of shares. |  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. To re-elect Lawrence Kinet as a Director.  |  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | 9. To authorise the Company to make market purchase of its own shares.                                     |  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. To re-elect Jerel Whittingham as a Director.   |  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | 10. To authorise the Company to use electronic means of communications.                                    |  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. To reappoint KPMG LLP as auditors of the Company.  |  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | Signed..... Dated .....  |  |                          |                          |                          |
| 6. To authorise the Directors to determine the remuneration of the auditors.  |  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | Print Name .....   |  |                          |                          |                          |
|   |  |                          |                          |                          | Address .....  |  |                          |                          |                          |
|   |  |                          |                          |                          | .....  |  |                          |                          |                          |

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## Notes

1. Every shareholder has the right to appoint some other person(s) of their choice, who need not be a shareholder, as his proxy to exercise all or any of his rights to attend, speak and vote on their behalf at the Meeting. **You are strongly encouraged to appoint the Chairman of the AGM as your proxy. Please do not appoint other individuals as your proxy as other individuals will not be permitted to attend the AGM in person this year.** You can only appoint a proxy using the procedures set out in these notes and in the notes to the notice of the Meeting. If the proxy is being appointed in relation to less than your full voting entitlement, please enter next to the proxy holder's name (see overleaf) the number of shares in relation to which they are authorised to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement.
2. To appoint more than one proxy you may photocopy this form. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you). Please also indicate if the proxy instruction is one of multiple instructions being given. They must be sent to the Company's registrars in the same envelope. However, **you are strongly encouraged to appoint the Chairman of the AGM as your proxy. Please do not appoint other individuals as your proxy as other individuals will not be permitted to attend the AGM in person this year.**
3. The "Vote withheld" option is provided to enable you to abstain on any particular resolution. However, it should be noted that a "Vote withheld" is not a vote in law and will not be counted in the calculation of the proportion of the votes "For" and "Against" a resolution.
4. Entitlement to attend and vote at the Meeting and the number of votes which may be cast thereat will be determined by reference to the register of members of the Company at close of business on the day which is two days before the day of the Meeting or adjourned meeting (excluding non-business days). Changes to entries on the register of members after that time shall be disregarded in determining the rights of any person to attend and vote at the Meeting.
5. To appoint one or more proxies or to give an instruction to a proxy (whether previously appointed or otherwise) via the CREST system, CREST messages must be received by the issuer's agent (ID number RA10) not later than 48 hours before the time appointed for holding the Meeting (excluding non-business days). For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp generated by the CREST system) from which the issuer's agent is able to retrieve the message. The Company may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.
6. This year, members or their proxies will not be permitted to attend the AGM in person due to measures in place to combat the spread of COVID-19. You are strongly recommended to complete and return your proxy form and appoint the Chairman of the meeting as your proxy.
7. To be effective, all votes must be lodged not less than 48 hours before the time of the Meeting (excluding non-business days) at the office of the Company's registrars, Link Asset Services, PXS 1, 34 Beckenham Road, Beckenham, Kent BR3 4ZF.