

NOTES TO THE FORM OF PROXY

- As a member of the Company you are entitled to appoint a proxy or proxies to exercise all or any of your rights to attend, speak and vote at a Annual General Meeting of the Company. You can only appoint a proxy using the procedures set out in these notes. If the proxy is being appointed in relation to part of your holding only, please enter in the box provided the number of shares in relation to which they are authorised to act as your proxy. If this space is left blank they will be authorised in respect of your full voting entitlement.
- Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
- A proxy does not need to be a member of the Company but must attend the meeting to represent you. To appoint as your proxy a person other than the Chairman of the Annual General Meeting, insert their full name in the space provided. If you sign and return this Form of Proxy with no name inserted in the space, the Chairman of the Annual General Meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give them the relevant instructions directly.
- You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, you may photocopy this Form of Proxy or request additional copies of the Form of Proxy from Neville Registrars Limited, Neville House, Steelpark Road, Halesowen B62 8HD, tel: +44 121 585 1131. If you are appointing more than one proxy, please indicate in the box provided the number of shares in relation to which they are authorised to act as your proxy and indicate by ticking the relevant box that the proxy appointment is one of multiple appointments being made. Multiple proxy appointments should be returned together in the same envelope.
- For details of how to change your proxy instructions or revoke your proxy appointment, see the notes to the Notice of Annual General Meeting.
- To direct your proxy how to vote on the resolutions, mark the appropriate box with an 'X'. To abstain from voting on the resolution, select the "Withheld" box. A vote withheld is not a vote in law which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting, including a motion to adjourn
- To appoint a proxy using this Form of Proxy, the form must be (i) completed and signed (ii) sent or delivered to the Registrars of the Company, Neville Registrars Limited at Neville House, Steelpark Road, Halesowen B62 8HD, and (iii) received by the Registrars of the Company no later than 12:00 noon on 18 July 2022.
- CREST members who wish to appoint a proxy or proxies by using the CREST electronic appointment service may do so by using the procedures described in the CREST Manual. To be valid, the appropriate CREST message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instructions given to a previously appointed proxy, must be transmitted so as to be received by our agent Neville Registrars Limited (CREST ID: 7RA11) by 12:00 noon (UK time) on 18 July 2022. See the notes to the Notice of Meeting for further information on proxy appointments through CREST.
- In the case of a member which is a company, this Form of Proxy must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
- Any power of attorney or any other authority under which this Form of Proxy is signed (or a duly certified copy of such power or authority) must be included with the Form of Proxy.
- In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first named being the most senior).
- If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
- You may not use any electronic address provided in this Form of Proxy to communicate with the Company for any purposes other than those expressly stated.

Please complete and return this Form of Proxy to the Registrar at the address shown overleaf. If you wish to use an envelope, please address it to 'FREEPOST NEVILLE'. If it is posted outside the United Kingdom, please return it in an envelope using the address shown overleaf and pay the appropriate postage charge.

DeepVerge plc

(Incorporated and Registered in England and Wales with Company Number 10205396)

FORM OF PROXY

I/We _____ being (a) member(s) of the Company and entitled to vote at the Annual General Meeting, hereby appoint

(Please only complete if appointing someone other than the Chairman of the Meeting)

or failing him/her, the Chairman of the meeting as my/our proxy, to attend, speak and vote for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on 20 July 2022 at the offices of Jeffreys Henry LLP, at Finsgate, 5-7 Cranwood Street, London, EC1V 9EE at 12 noon and at any adjournment thereof.

Ordinary Business - Ordinary Resolutions

- | | FOR | AGAINST | WITHHELD |
|---|--------------------------|--------------------------|--------------------------|
| 1 To receive and adopt the Company's annual accounts for the 12 months ended 31 December 2021, together with the directors' report and auditor's report thereon | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2 To re-appoint Jeffreys Henry LLP as auditor of the Company | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3 To authorise the directors of the Company to determine the auditor's remuneration | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4 To re-elect Gerard Brandon as a director of the Company | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5 To re-elect Fionán Murray as a director of the Company | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Special Business - Resolutions

- († Ordinary Resolutions *Special Resolutions)
- | | FOR | AGAINST | WITHHELD |
|---|--------------------------|--------------------------|--------------------------|
| 6† To authorise the directors of the Company to allot shares in the capital of the Company in accordance with section 551 of the Companies Act 2006 | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 7* To authorise the directors of the Company to allot equity securities other than in accordance with statutory pre-emption rights that would otherwise apply pursuant to section 561 of the Companies Act 2006 | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 8† To authorise the directors of the Company to allot shares in the capital of the Company in accordance with section 551 of the Companies Act 2006 pursuant to the terms of the Investment Agreement | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 9* To authorise the directors of the Company to allot equity securities other than in accordance with statutory pre-emption rights that would otherwise apply pursuant to section 561 of the Companies Act 2006 pursuant to the authority conferred by Resolution 8 | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

If you are planning to attend the Annual General Meeting, please tick the following box:

Mark this box with an "X" if you are appointing more than one proxy:

Signed:

Leave blank to authorise your proxy to act in relation to your full entitlement or enter the number of shares in relation to which your proxy is authorised to vote:

Date:

D	D	-	M	M	-	Y	Y
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DeepVerge plc

Attendance Card

The Annual General Meeting will start at 12 noon and is being held on 20 July 2022 at the offices of Jeffrey's Henry LLP, at Finsgate, 5-7 Cranwood Street, London, EC1V 9EE.

If you plan to attend the Annual General Meeting, please bring this card with you to ensure you gain entry as quickly as possible.

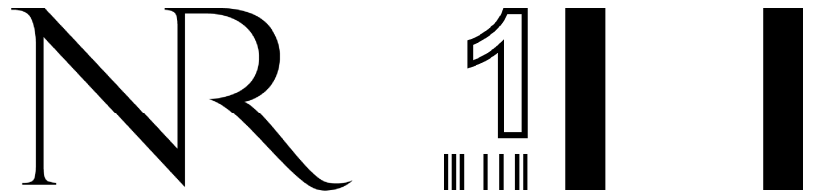
Please present this card at the registration desk. It will be used to show that you have the right to attend, speak and vote at the Annual General Meeting.

>12340

 Name
 Address 1
 Address 2
 Address 3
 Address 4
 Address 5
 Address 6



Business Reply Plus
 Licence Number
 RTZE-YRRG-ETSK



Neville Registrars Limited
 Neville House
 Steelpark Road
 Halesowen
 B62 8HD