

Notice of Availability - Notice of Annual General Meeting ('AGM') and Annual Report

IMPORTANT - PLEASE READ CAREFULLY

You can now access the Annual Report for the year ended 31 December 2018 and the Notice of AGM by visiting the website, www.anexo-group.com.

Annual General Meeting of Anexo Group plc, to be held at the offices of Buchanan Communications Limited, 107 Cheapside, London, EC2V 6DN, at 12:00 p.m. on 12 June 2019.

If you are attending the AGM, please bring this card with you and hand it to the Company's registrars, Equiniti, on arrival; this will help us to speed up your admission.

If you wish to receive a paper copy of the Annual Report or Notice of AGM, please contact the Company's registrars, Equiniti Limited, at Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA. Telephone 0371 384 2030 or on +44 (0)121 415 7047 (if calling from outside the UK). Lines are open 8:30 a.m. to 5:30 p.m. Monday to Friday excluding public holidays in England and Wales. Please note the deadline for receiving proxies is 12:00 p.m. on 10 June 2019.

Signature

Date

Shareholder Reference Number

FORM OF PROXY

Form of proxy for use at the Annual General Meeting of Anexo Group plc, to be held at the offices of Buchanan Communications Limited, 107 Cheapside, London, EC2V 6DN, at 12:00 p.m. on 12 June 2019.

I/We direct my/our proxy to vote on the following resolutions as I/we have indicated by marking the appropriate box with an 'X'. If no indication is given, my/our proxy will vote or abstain from voting at his or her discretion and I/we authorise my/our proxy to vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is properly put before the meeting.

Voting ID

Task ID

Shareholder Reference Number

Resolutions

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

Ordinary Resolutions		For	Against	Withheld
1	To receive the reports of the Directors and the Financial Statements for the 52 weeks ended 31 December 2018	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2	To declare a final dividend of 1.5p per share	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	To re-elect Alan Sellers as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4	To re-elect Mark Bringloe as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5	To re-elect Samantha Moss as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6	To re-elect Christopher Houghton as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7	To re-elect Roger Barlow as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8	To re-elect Richard Pratt as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Special Resolutions		For	Against	Withheld
9	To re-elect Elizabeth Sands as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10	To re-appoint RSM UK LLP as auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11	To authorise the Directors to determine audit fees	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12	To authorise Directors to allot equity securities for cash	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13	To authorise Directors to disapply pre-emption rights in certain circumstances	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14	To authorise the Company to make market purchases	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Please indicate how you wish your proxy to vote by marking an 'X' in the appropriate box. If the form is duly signed but with no direction as to how the proxy is to vote, the proxy will vote or abstain from voting at his/her discretion.

* A "Vote Withheld" is not a vote at law, which means that the vote will not be counted in the proportion of votes "For" or "Against" the relevant resolution.

To assist with arrangements, if you intend to attend the AGM in person please mark 'X' in the box opposite.

Signature

Date

FORM OF PROXY

Anexo plc

Notes:

1. Every shareholder is entitled to appoint one or more proxies to attend, speak and vote in his or her stead. A proxy need not be a member of the Company. If a member wishes his proxy to speak on his behalf at the AGM, he will need to appoint his own choice of proxy (who is not the Chairman) and give instructions directly to the proxy. The completion and return of a form of proxy (or any CREST Proxy Instruction (as defined in Note 8 of the Notice of AGM)) will enable a shareholder to vote at the AGM without having to be present at the meeting, but will not preclude him from attending the AGM and voting in person if he should subsequently decide to do so.
2. In the case of joint registered holders, the signature of one holder will be accepted and the vote of the senior who tenders a vote, whether in person or proxy, shall 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 on the register of members in respect of the relevant joint holding.
3. A member may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. A member may not appoint more than one proxy to exercise rights attached to any one share. If you wish to appoint the Chairman as one of your multiple proxies, insert "Chairman of the Meeting" in the space indicated to identify the name of the proxy on the proxy card. To appoint a proxy or proxies shareholders must:
 - a) complete a form of proxy, sign it and return it, together with the power of attorney or other authority (if any) under which it is signed, to the Company's registrars, Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA;
 - b) complete a CREST Proxy Instruction (as set out in note 4 below); or
 - c) register the appointment of a proxy electronically at www.sharevote.co.uk (see Note 9 of the AGM), in each case so that it is received no later than 12 noon on 10 June 2019.

To appoint more than one proxy, you will need to complete a separate form of proxy in relation to each appointment. A form of proxy for use in connection with the AGM is enclosed with this document. If you do not have a form of proxy and believe that you should, please contact the Company's registrars, Equiniti Limited on 0371 384 2030 (or, if calling from overseas, on +44 121 415 7047) or at Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA.

4. To be valid, the enclosed form of proxy must be lodged with Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA not later than 48 hours before the time appointed for the holding of the AGM or at any adjournment thereof. CREST members who wish to appoint a proxy or proxies by utilising the proxy appointment service may do so for the AGM and any adjournment(s) of the meeting by using the procedures described in the CREST Manual (available via www.euroclear.com). CREST personal members or other CREST sponsored members (and those CREST members who have appointed a voting service provider) should refer to their CREST sponsor or voting service provider, who will be able to take the appropriate action on their behalf.
5. CREST members who wish to utilise the CREST electronic appointment service should first read Notes 7 and 8 of the Notice of AGM.
6. You may not use any electronic address provided in this form of proxy to communicate with the Company for any purpose other than those expressly stated.
7. As at 7 May (being the last business day prior to the publication of the Notice of AGM) the Company's issued share capital consisted of 110,000,000 ordinary shares, carrying one vote each. The total voting rights in the Company as at 7 May are 110,000,000.



Freepost RTHJ-CLLL-KBKU
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Aspect House
Spencer Road
LANCING
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