

NORTHAMPTON SAINTS PLC (THE "COMPANY")
COMPANY NUMBER: 04064363

FORM OF PROXY FOR USE AT A GENERAL MEETING

I/We,

(please complete in BLOCK CAPITALS)

Name of member(s):

.....

Residential address:

.....

a member/members of the Company, hereby appoint the Chairman of the General Meeting⁽³⁾;

OR⁽³⁾

(please complete in BLOCK CAPITALS)

Name of Proxy(ies):

Number of shares proxy is appointed over^{(4)&(5)}:

.....

Address(s):

.....

as my/our proxy(ies) ("the Proxy") to exercise all or any of my rights to attend and to speak and vote at the General Meeting of the Company to be held on 17 July 2024 and at any adjournment of it.

I/We direct that the Proxy shall vote as follows; unless otherwise indicated, or upon any matter properly before the meeting but not referred to below, the Proxy may exercise his discretion as to how he/she/they votes and whether or not he abstains from voting:

		<i>For</i> ⁽⁶⁾	<i>Against</i> ⁽⁶⁾	<i>Abstain</i> ⁽⁶⁾
Ordinary Resolution 1	– To grant the directors authority to allot additional shares in the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolution 2	– To waive pre-emption rights on allotments of shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolution 3	– To adopt new articles of association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signed:

.....

Name:

(please complete in BLOCK CAPITALS)

.....

Date:

.....

Email address for delivery of proxies: companysecretary@northamptonsaints.co.uk

Notes to proxy form:

- (1) As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
- (2) 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.

- (3) 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 meeting, insert their full name in the box. If you sign and return this proxy form with no name inserted in the box, the Chairman of the 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.
- (4) 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, please complete the proxy form for each one, detailing the number of shares over which they have voting rights. All of the forms must be signed and should be returned together.
- (5) If you do not specify the number of shares in relation to which the proxy is authorised to act, then your proxy will be deemed to be authorised in respect of your full voting entitlement.
- (6) To direct your proxy how to vote on the resolutions mark the appropriate box with an "X". 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.
- (7) To appoint a proxy using this form, the form must be:
- (8) Completed and signed;
- (9) Sent or delivered to the Company at Franklins Gardens, Weedon Road, Northampton, Northamptonshire, NN5 5BG; and
- (10) Received by the Company no later than 10am on 15 July 2024.
- (11) In the case of a member which is a company, this proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
- (12) 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).
- (13) Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
- (14) To deliver this proxy form by electronic communication, scan the duly signed proxy form and any supporting documents in a .pdf, .jpg or .tiff format (so that the documents are legible and the signature is clearly visible) and send to the email address for delivery of proxies specified above. Any document or information relating to proxies for the meeting or otherwise relating to proceedings at the meeting may be sent by email to that address (but not to any other address for electronic communications) mentioned in this document or any document accompanying it) provided that it is received no less than 48 hours (ignoring any part of a day that is not a working day) before the meeting, but any electronic address provided in this notice or in any related document (including the proxy form) may not be used to communicate with the Company for any purposes other than as expressly stated.
- (15) 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.