

HARDY PLC

(Incorporated in the Isle of Man with registered number 018168V)

FORM OF PROXY ANNUAL GENERAL MEETING 2021

Form of proxy for use at the Annual General Meeting of Hardy Plc (the “**Company**”) to be held at 11.00 a.m. on 29 September 2021 at Floor 1 Liberation Station, Esplanade, St Helier, Jersey, JE2 3AS (the “**AGM**”).

I/We (your name)

of (your address)

being a member(s) of the Company entitled to receive notice, attend and vote at Annual General Meetings of the Company hereby appoint the Chairman of the AGM or (see note 2)

as my/our proxy to vote for me/us and on my/our behalf at the AGM and at any adjournment thereof in relation to the resolutions specified in the Notice of AGM dated 16 July 2021 (the “**Resolutions**”) and any other business (including adjournments and amendments to the resolutions) which may properly come before the AGM or any adjournment thereof.

I/We direct my/our proxy to vote as indicated by an X in the appropriate column in respect of the Resolutions (see Note 4).

Resolutions	For	Against	Withheld
Ordinary Business			
1. To receive and adopt audited accounts of the Company for the year ended 31 March 2021, together with the reports of the Directors and the Auditors thereon.			
2. To re-appoint Crowe UK LLP as auditors and to authorise the Board to determine their remuneration.			
Special Business			
3. That the par value of each Ordinary Share be redenominated from US\$0.01 to £0.01*			

* Proposed as a Special Resolution

Date 2021

Signature(s) and/or common seal (see notes 5 to 9)

Notes:

- In accordance with current guidance regarding COVID-19 and the travel restrictions into Jersey, **we recommend that you should not attempt to physically attend the AGM.** Instead, we recommend that you vote by proxy, in accordance with the instructions below, **so as to arrive not later than 11.00 a.m. on 27 September 2021**, being 48 hours before the time of the meeting.
- A proxy need not be a member of the Company. Completion and return of this form of proxy does not preclude a member from subsequently attending and voting at the meeting. If you wish to appoint a proxy other than the Chairman, please cross out the words “the Chairman of the AGM or” and write the full name and address of your proxy in the space provided. The change should be initialled.
- Only those shareholders registered in the Company’s register of members at 11.00 a.m. on 27 September 2021 or, if the AGM is adjourned, at 11.00 a.m. on the day two days (excluding non-Business Days) prior to the adjourned meeting, shall be entitled to vote by proxy on the AGM resolutions.
- To direct your proxy how to vote on the resolutions mark the appropriate box with an ‘X’. To abstain from voting on a resolution, select the relevant “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.
- To appoint a proxy using this form, **the form must be completed, signed and sent to IQ EQ (Isle of Man) Limited**, either by post to First Names House, Victoria Road Douglas, Isle of Man, IM2 4DF, by facsimile to +44 (0)1624 624469 or be scanned and e-mailed to Stephen.Edmonds@iqeq.com, so as to be received by IQ EQ (Isle of Man) Limited no later than 11.00 a.m. on 27 September 2021.
- 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.
- 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.
- 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.