

PROXY FORM
Petards Group plc (the Company)

Form of Proxy for use at the **Annual General Meeting** of the Company to be held at 11:00 a.m. on 23 July 2020 at Parallel House, 32 London Road, Guildford GU1 2AB.

Full name of shareholder(s):.....

Address:.....

I am a/We are shareholder(s) of the Company. I/We appoint the Chairman of the meeting to act as my/our proxy to vote at the above meeting and at any adjournment of it (see note 2).

Name of Proxy:.....*

*Strike out whichever is not desired.

RESOLUTIONS		FOR	AGAINST	VOTE WITHHELD
Resolution 1	To receive and consider the audited accounts of the Company for the year ended 31 December 2019 together with the directors' report and the auditor's report			
Resolution 2	To re-elect Osman Abdullah as a director of the Company			
Resolution 3	To re-elect Terry Connolly as a director of the Company			
Resolution 4	To re-appoint BDO LLP as auditor to hold office from the conclusion of the meeting until the conclusion of the next general meeting at which the accounts are laid before the Company			
Resolution 5	Subject to resolution Error! Reference source not found. being approved, to authorise the directors to fix the auditor's remuneration			
Resolution 6	To authorise the directors of the Company to allot shares up to an aggregate nominal amount of £189,843 pursuant to section 551 of the Companies Act 2006			
Resolution 7	To authorise the directors of the Company to allot equity securities for cash by way of a rights issue, and otherwise up to a maximum aggregate nominal amount of £86,292 as if section 561(1) of the Companies Act 2006 did not apply			
Resolution 8	To authorise the directors of the Company to make one or more market purchases (within the meaning of section 693(4) of the 2006 Act) of ordinary shares of 1p each of the Company up to a maximum of 5,752,822 shares			

Unless otherwise instructed, the proxy may vote as he thinks fit or abstain from voting.

Signed.....Date.....

Enter the number of shares in relation to which your proxy is authorised to vote or, if this proxy is not one of multiple appointments being made, leave blank to authorise your proxy to act in relation to your full voting entitlement.

Notes:

These notes need to be considered subject to the UK Government's measures that are currently in force to limit the spread of COVID-19.

1. Pursuant to Part 13 of the Act and paragraph 18(c) of the Companies Act 2006 (Consequential Amendments) (Uncertificated Securities) Order 2009, only those members registered in the register of members of the Company at 11:00 a.m. on the date falling 2 business days before the date of the AGM or if the AGM is adjourned, 48 hours before the date fixed for the adjourned AGM (excluding non-business days) shall be entitled to attend and vote at the AGM in respect of the number of shares registered in their name at that time. Any changes to the register of members after such time shall be disregarded in determining the rights of any person to attend or vote at the AGM. However, in light of the COVID-19 pandemic, members and their proxies will not be allowed to attend the meeting.
2. A member is ordinarily entitled to appoint another person as his or her proxy to exercise all or any of his or her rights to attend and to speak and vote at the meeting. However, members are urged to appoint the Chairman of the AGM as his or her proxy in light of the COVID-19 virus, as members and any other proxy, besides the Chairman, will not be allowed to attend the meeting in person.
3. A form of proxy accompanies this document. The notes to the proxy form include instructions on how to appoint the Chairman of the AGM as a proxy, and should be followed carefully.
4. A member will only be able to vote at this AGM by validly returning the proxy form received with this document. The Company is utilising provisions in its articles of association and certain associated discretionary powers for the orderly conduct of meetings, to facilitate the holding of the meeting on an electronic platform. The platform will allow members to submit questions on the resolutions and the business of the meeting only via webcast in real-time during the course of the meeting. The directors will not respond to questions relating to the individual rights of the members or any general matters at the AGM itself.
5. In addition to the arrangements on the day of the AGM, members will be able to submit questions ahead of the AGM via the following link <https://brrmedia.news/petards>. Each member will be asked to enter their Unique Investor ID and individual PIN, which is on their proxy card, to gain access to the questions portal. The questions portal will open on 29 June 2020 and close following the close of the meeting. Only questions in relation to the resolutions or business of the AGM will be considered.
6. To be valid, a proxy form, and the original or duly certified copy of the power of attorney or other authority (if any) under which it is signed or authenticated, should reach the Company's registrar, Share Registrars, The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR, by no later than 11:00 a.m. on 21 July 2020 or if the AGM is adjourned, 48 hours before the date fixed for the adjourned AGM (excluding non-business days). As an alternative to the post, proxy forms can be sent via e-mail to voting@shareregistrars.uk.com.
7. If a member returns more than one proxy form, either by paper or electronic communication, the appointment received last by the Registrar before the latest time for the receipt of proxies will take precedence.
8. In the case of joint holders of shares, the vote of the first named in the register of members who tenders a vote shall be accepted to the exclusion of the votes of other joint holders.
9. A member that is a company or other organisation not having a physical presence cannot attend in person but can appoint someone to represent it. This can be done by the appointment of a proxy (described in Notes 3 to 7 above).

10. Nominee companies who wish to obtain a Unique ID and individual PIN for their beneficial holders, please contact the Company's Registrars at voting@shareregistrars.uk.com. Please state the name of the beneficial holder, the number of shares they hold and the appropriate designation in the e-mail.
11. In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message (a "**CREST Proxy Instruction**") must be properly authenticated in accordance with Euroclear UK & Ireland Limited's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message must be transmitted so as to be received by Share Registrars (**ID 7RA36**) no later than 48 hours, excluding non-business days, before the time fixed for the AGM. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which Share Registrars is able to retrieve the message by enquiry to CREST. After this time any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means. Euroclear UK & Ireland Limited does not make available special procedures in CREST for any particular messages and normal system timings and limitations will apply in relation to the input of a CREST Proxy Instruction. It is the responsibility of the CREST member concerned to take such action as shall be necessary to ensure that a message is transmitted by means of the CREST System by any particular time. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.
12. In order to join the meeting at 11:00 a.m. on 23 July 2020, a member must type (or paste) the following web address into their web browser:

<https://brrmedia.news/petards>

Each member will then be asked to enter Unique Investor ID and individual PIN, which is on their proxy card, to gain access to the meeting. This code can be found on the bottom section of their proxy form. Please detach and keep this portion of the proxy form before returning the proxy form.

When the meeting opens at the appointed time, each member will be able to hear the Chairman. The Chairman will open the meeting, will formally put the Resolutions to the meeting and advise of the proxy votes received in advance. There will then be a short opportunity, when the webcast text will be open for members to ask additional questions on the resolutions and business of the meeting only. The directors present at the meeting will then answer the questions after the formal business of the meeting has been concluded. Following these questions the meeting will formally close. There will be no presentation by the directors or general question session in order to limit the time spent by directors present at the physical meeting.

13. Each member is advised to contact the Company's Registrars directly if they are having trouble with their Unique ID or individual PIN and email info@brrmedia.co.uk if they are having trouble with the virtual meeting.

IMPORTANT - PLEASE RETAIN THIS PAGE

Shareholders will be able to submit questions ahead of the Annual General Meeting via the following link <https://brrmedia.news/petards>

You will be asked to enter your Unique Investor ID and individual PIN, which is on your proxy card, to gain access to the questions portal. The questions portal will open on 29 June 2020 and close following the close of the AGM on the 23 July 2020. Only questions in relation to the resolutions or business of the Annual General Meeting will be considered.

UNIQUE INVESTOR ID :

INDIVIDUAL PIN NUMBER :