

Attendance Card

Arena Events Group plc General Meeting

A General Meeting of Arena Events Group plc (the **Company**) will be held on 7 December 2021 at 11.15 a.m. (or, if later, immediately after the conclusion or adjournment of the Court Meeting) at the Company's registered office

Meeting Venue:

The Company's registered office,
4 Deer Park Road,
London,
United Kingdom, SW19 3GY.

Shareholder reference Number:

If you would like to attend the General Meeting remotely, you will require the following details:

Lumi Meeting ID: 190-174-137

SRN:

PIN:

Further details on how to attend the General Meeting remotely are set out on pages 2 to 3 of the Scheme Document.

Form of Proxy – General Meeting to be held at 11.15 a.m. on 7 December 2021



Cast your Proxy online...It's fast, easy and secure!
www.eproxyappointment.com

You will be asked to enter the Control Number, Shareholder Reference Number (SRN) and PIN shown opposite and agree to certain terms and conditions.

Control Number: 917527

SRN:

PIN:

Lumi Virtual Meeting ID: 190-174-137



View the Scheme Document online: <https://arenagroup.com/investors/acquisition-of-arena-events-group-plc>

Kindly Note: This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare accept no liability for any instruction that does not comply with these conditions.

**To be effective, all proxy appointments must be lodged at the office of the Company's registrars at:
Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY by 11.15 a.m. on 3 December 2021**

Notes to the Form of Proxy

- Full details of the special resolutions to be proposed at the General Meeting, with explanatory notes, are set out in the Notice to General Meeting which is set out in Part Ten of the Scheme Document. Before completing this Form of Proxy please also read 'Actions to be taken' set out in paragraph 14 of Part Two of the Scheme Document. Terms defined in the Scheme Document sent to Arena Shareholders on 12 November 2021 shall apply in this Form of Proxy unless the context otherwise requires.
- Only Arena Shareholders, or their duly appointed representatives, are entitled to attend, speak and vote at the General Meeting in each case either physically in person or remotely via the Virtual Meeting Platform. An Arena Shareholder may appoint one or more proxies (provided that each proxy is appointed to exercise rights attached to a different share or shares), who need not be Arena Shareholders, to exercise all or any of his/her rights to attend, speak and vote on his/her behalf. Proxies may only be appointed using the procedures set out in this Form of Proxy. If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. If left blank, your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this Form of Proxy has been issued in respect of a designated account for an Arena Shareholder, the full voting entitlement for that designated account). The Form of Proxy gives your proxy(ies) full rights to attend, speak and vote. If you wish to restrict the rights of your proxy(ies) please cross out either or both of the words 'speak' or 'vote' as you feel appropriate. Any proxy appointed pursuant to this Form of Proxy will vote as indicated by this Form of Proxy on the special resolutions. For any other business arising at the General Meeting (including any procedural motion or resolution not listed in the notice of the General Meeting) the proxy appointed pursuant to this Form of Proxy will vote at his sole discretion.
- This Form of Proxy (i) in the case of an individual must either be signed by the appointor or his attorney or authenticated in accordance with the Company's articles; and (ii) in the case of a corporation must be either given under its common seal or be signed on its behalf by an attorney or a duly authorised officer of the corporation or authenticated in accordance with the Company's articles. Any signature or authentication of such appointment need not be witnessed. Where an appointment of a proxy is signed on behalf of the appointor by an attorney, the power of attorney or a copy thereof certified notarially or in some other way approved by the directors must (unless previously registered with the Company) be submitted to the Company, failing which the appointment may be treated as invalid.
- The appointment of a proxy will not prevent an Arena Shareholder from subsequently attending and voting at the General Meeting physically in person or remotely via the Virtual Meeting Platform. If an Arena Shareholder appoints a proxy or proxies and then decides to attend the General Meeting physically in person or remotely via the Virtual Meeting Platform and vote on a poll using his poll card, then the vote in person will override the proxy vote(s). If the vote in person is in respect of the Arena Shareholder's entire holding then all proxy votes will be disregarded. If, however, the Arena Shareholder votes at the meeting in respect of less than the Arena Shareholder's entire holding, and the Arena Shareholder indicates on his poll card that all proxies are to be disregarded, that shall be the case; but if the Arena Shareholder does not specifically revoke proxies, then the vote in person will be treated in the same way as if it were the last received proxy and earlier proxies will only be disregarded to the extent that to count them would result in the number of votes being cast exceeding the Arena Shareholder's entire holding.
- To be valid, the Form of Proxy, and any power of attorney or other authority under which it is executed (or duly certified copy of any such power or authority), must either be (a) sent (or delivered by hand during normal business hours) to the Company's Registrars, Computershare, The Pavilions, Bridgwater Road, Bristol BS99 6ZY or lodged electronically by accessing the shareholder portal on the Computershare website www.eproxyappointment.com (you will need your control number, shareholder reference number and your PIN number) or (b) lodged using the CREST electronic proxy appointment service in accordance with the procedures set out in the CREST Manual, in each case, so as to arrive no later than 11.15 a.m. (London time) on 3 December 2021 or, if the General Meeting is adjourned, 48 hours (excluding non-working days) before the time fixed for the adjourned General Meeting. A stamp is not required if this Form of Proxy is posted in Great Britain, the Channel Islands or Northern Ireland. A proxy appointment sent by CREST may be treated as invalid in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001. The CREST Manual is available by logging on to www.euroclear.com.
- Please indicate with an 'X' in the boxes how you wish your votes to be cast. Unless otherwise instructed, the person appointed as proxy will exercise his/her discretion as to how he/she votes or whether he/she abstains from voting on the resolutions and on any other business) including amendments to the resolutions and any procedural business, including any resolution to adjourn, which may come before the General Meeting.
- The 'Withheld' option on the Form of Proxy is provided to enable you to abstain on the resolutions. However, a vote withheld is not a vote in law and will not be counted in the calculation of proportion of votes 'For' and 'Against' the resolutions.
- Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001 (as amended), only those Arena Shareholders registered in the register of shareholders of the Company as at 6.00 p.m. on 3 December 2021 or, if the General Meeting is adjourned, as at 6.00 p.m. on the day that is two days (excluding non-working days) prior to the General Meeting, will be entitled to attend or vote at the General Meeting physically in person or remotely via the Virtual Meeting Platform in respect of the number of Arena Shares registered in their name at that time. Changes to entries on the relevant register of shareholders after 6.00 p.m. on 3 December 2021, or, if the General Meeting is adjourned, after 6.00 p.m. on the day that is two days (excluding non-working days) prior to the General Meeting, will be disregarded in determining the rights of any person to attend or vote at the General Meeting.
- If you wish to appoint more than one proxy in respect of your shareholding, mark the box where indicated and photocopy the Form of Proxy or contact the shareholder helpline operated by Computershare on +44 (0)370 702 0000 for further Forms of Proxy. Lines are open from 9.00 a.m. to 5.30 p.m. (London time) Monday to Friday excluding public holidays in England and Wales. Calls to this number from outside the UK will be charged at the applicable international rate plus your phone company's access charge. Different charges may apply to calls from mobile telephones. Please note that calls may be recorded and Computershare cannot provide legal, tax or financial advice, or advice on the merits of the Scheme. Please ensure that all of the multiple Forms of Proxy in respect of one registered holding of Arena Shares are sent to the Company's Registrars, Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY or lodged electronically by accessing the shareholder portal on the Computershare website www.eproxyappointment.com.
- An Arena Shareholder which is a corporation may authorise a person or persons to act as its representative(s) at the General Meeting. In accordance with the provisions of the Companies Act 2006, each such representative may exercise (on behalf of the corporation) the same powers as the corporation could exercise if it were an individual member of the Company, provided that it does not do so in relation to the same shares.
- Any alterations to this Form of Proxy must be initialled by the person who signs it.
- In the case of joint holders, any one holder may vote. If more than one holder is present at the meeting, or purports to appoint a proxy, only the vote of, or appointment made by, the senior holder will be accepted, seniority being determined by the order in which the names appear on the register.
- You may not use any electronic address provided either in this Form of Proxy, in the Notice of General Meeting or in any related documents to communicate with the Company for any purposes other than those expressly stated.
- If you have any questions relating to the Form of Proxy, please call the shareholder helpline operated by Computershare between 9.00 a.m. and 5.30 p.m. Monday to Friday (except public holidays in England and Wales) on +44 (0)370 702 0000. Calls to this number from outside the UK will be charged at the applicable international rate plus your phone company's access charge. Different charges may apply to calls from mobile telephones. Please note that calls may be recorded and Computershare cannot provide legal, tax or financial advice, or advice on the merits of the Scheme.

Poll Card

To be completed only at the General Meeting if a poll is called.

SPECIAL RESOLUTIONS

For Against Vote Withheld

THAT:

- 1 To give effect to the Scheme, as set out in the Notice to the General Meeting, the directors be authorised to take all such action as they may consider necessary and the Articles of Association be amended.
- 2 Subject to and conditional upon the Scheme becoming effective, to re-register the Company as a private limited company under the name of "Arena Events Group Limited".

Signature

Please detach this portion before returning the form to the registrar

Form of Proxy – Arena Events Group plc General Meeting

Shareholder Reference Number:

Please use a **black** pen. Mark with an **X** inside the box as shown in this example.



General Meeting of Arena Events Group plc at 11.15 a.m. on 7 December 2021 to be held at the Company's registered office, 4 Deer Park Road, London, United Kingdom, SW19 3GY. Please complete this Form of Proxy in black ink and see Notes overleaf

I/We appoint the Chairman of the General Meeting or the following person to be my/our proxy to exercise all or any of my/our rights to attend and to speak and vote on my/our behalf at the General Meeting of Arena Events Group plc to be held at 11.15 a.m. on 7 December 2021 and at any adjournment thereof. I/We appoint my/our proxy to attend, speak and vote on the special resolutions (in their original form or subject to any modification) in the manner indicated below. Unless otherwise instructed, the proxy may vote as he thinks fit in respect of any other business which may properly come before the General Meeting.

Number of Arena Events Group plc Shares proxy is appointed over

Please leave this box blank if you have selected the Chairman. (see note 2)
Do not insert your own name(s).

SPECIAL RESOLUTIONS

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Please tick this box if you are appointing more than one proxy:

Please sign and return this Form of Proxy whether or not you plan to attend the GM.

Signature:

(see note 2)

Date:

If signing on behalf of a company, please enter the company name below in block letters and state your official capacity.

Company name:

Official capacity:

(see note 8)

This Form of Proxy must be signed and dated before it is posted to Computershare or lodged electronically (see Note 5 overleaf). Members who hold their shares in uncertificated form through CREST who wish to appoint a proxy or proxies through the CREST electronic appointment service may do so by using the procedures described in the CREST manual.

Please return by post or, during normal business hours, by hand, to Computershare Investor Services PLC ("Computershare"), The Pavilions, Bridgwater Road, Bristol BS99 6ZY so as to arrive by 11.15 a.m. on 3 December 2021.

Notice of the GM and details of the business to be transacted are contained in the circular to Arena Events Group plc Shareholders containing the Scheme.



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