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FREEPOST PXS Link Group,
Central Square,
10th Floor,
29 Wellington Street,
Leeds, LS1 4DL



MS INTERNATIONAL plc

Proxy for use at Annual General Meeting

I/We.....
 (BLOCK LETTERS PLEASE)
 of
 a member(s) of MS INTERNATIONAL plc HEREBY APPOINT "the Chairman of the Meeting or

as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company convened for 28th July, 2022 at 11am and at every adjournment thereof.
 AS WITNESS my/our hand(s) this day of 2022

Signed.....

Please indicate with an "X" in the appropriate spaces below against each resolution how you wish your vote to be cast; on receipt of the form duly executed and in the absence of any specific direction, your proxy will vote as he thinks fit or abstain from voting.

RESOLUTIONS TO BE PROPOSED	FOR	AGAINST
1. To receive the Company's annual accounts and directors' and auditors' reports for the period ended 30th April, 2022.		
2. To approve the directors' remuneration report for the period ended 30th April, 2022.		
3. To declare a final dividend of 7.5p per Ordinary share of 10p each.		
4. To re-elect Michael O'Connell as a director of the Company.		
5. To reappoint Roger Lane-Smith as a non-executive director of the Company.		
6. To reappoint David Hansell as a non-executive director of the Company.		
7. To reappoint Grant Thornton UK LLP as auditor of the Company.		
8. To authorise the directors to determine the remuneration of the auditor:		
9. Special Resolution – To authorise market purchases of shares.		
10. Special Resolution – That a general meeting of the Company (other than an annual general meeting) may be called on not less than 14 clear days notice.		

Please tick the box to indicate if this proxy instruction is one of multiple instructions

NOTES:

- Any member entitled to attend and vote at the Annual General Meeting is entitled to appoint one or more proxies of this choice to attend and to vote in his/her place. To appoint more than one proxy you may photocopy this form. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you). Please also indicate if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope. If a member wishes to appoint a proxy other than the Chairman, delete the words "the Chairman of the Meeting of", initial the alteration and insert the name of the person you wish to appoint as your proxy. Shareholders are encouraged to exercise their vote on the resolutions set out in the Notice of Annual General Meeting by submitting a form of proxy.
- If you indicate that you want your vote withheld your proxy may abstain from voting and therefore there is no vote at law to be counted in the calculation of the proportion of votes for and against the resolution.
- If a member is a corporation, this form of proxy must be executed under its common seal or by the signature of an officer or attorney duly authorised in writing.
- In the case of joint holders, the signature of any one holder will be sufficient, but the names of all joint holders should be stated, and the vote of the senior holder who tenders a vote will be accepted to the exclusion of the vote(s) of other joint holder(s), seniority being determined by the order in which the names stand in the register of members of the Company.
- In order to be valid, this form of proxy, duly executed together with any power of attorney or other authority under which it is signed, or a notariately certified or office copy of such power or authority, must be lodged at the Company's Registrars no later than 11am on 26th July, 2022 (or if the meeting is adjourned no later than 48 hours before the time of any adjourned meeting). The form can be returned to our registrars, Link Group at FREEPOST PXS Link Group, Central Square, 10th Floor, 29 Wellington Street, Leeds, LS1 4DL.
- Any alterations made in this form of proxy must be initialled.

