

ESCAPE HUNT PLC

GENERAL MEETING

FORM OF PROXY

I/We

of.....

(Please insert full name(s) and address(es) in block letters)

being (a) member(s) of the above-named Company, hereby appoint the Chair of the meeting or

.....

(See Note 5 below)

as my/our proxy or proxies to vote for me/us and on my/our behalf at the general meeting of the Company to be held on 22 November 2021 at 10.00 a.m. at Shore Capital at Cassini House, 57 St James's Street, London SW1 1LD and at any adjournment of that meeting and to vote at that meeting as indicated below.

Please indicate how you wish your proxy or proxies to vote by inserting "X" in the box below. Where no "X" is inserted your proxy will vote or abstain from voting as he/she thinks fit.

Please tick here if this proxy appointment is one of multiple proxies being made (and refer to **Note 8** below)

RESOLUTIONS	FOR	AGAINST	VOTE WITHHELD
1 Subject to and conditional upon the passing of Resolution 2, to authorise the Directors to allot shares in the Company or grant rights to subscribe for, or to convert any security into, shares in the Company as set out in the Resolution.			
2 Subject to and conditional upon the passing of Resolution 1, to empower the Directors to allot equity securities for cash, pursuant to the authority conferred on them to allot such shares or grant such rights by Resolution 1 as set out in the Resolution.			
3 Subject to and conditional upon the passing of Resolutions 1 and 2, to change the name of the Company to XP Factory Plc.			
4 Subject to and conditional upon the passing of Resolutions 1 and 2, to amend the articles of association of the Company as set out in the Notice of General Meeting.			

Name(s)

or Common Seal

(Block Letters)

Number of share(s)
(See Note 8 below)

Address(es)

.....

.....

(Block Letters)

Dated

Signature(s)

Notes:

- 1. The Company continues to monitor developments relating to the outbreak of Covid-19, including the related public health guidance and legislation issued by the UK Government. At present, companies can hold physical general meetings. It is therefore expected that a physical General Meeting will be held and it is the intention to welcome the maximum number of shareholders we are able to within safety constraints and in accordance with currently applicable government guidelines. Currently, there are no legal restrictions on gatherings (including General Meetings) in England. On 14 July 2021, the Health Protection (Coronavirus, Restrictions) (Steps etc) (England) (Revocation and Amendment) Regulations 2021 (SI 2021/848) ("Revocation and Amendment Regulations") were made, which came into effect at 11.55 p.m. on 18 July 2021. The effect of the Revocation and Amendments Regulations were that they revoked previous regulations that imposed lockdown restrictions and face covering requirements in England. They also had the effect of removing restrictions on all social contacts and gatherings in England, which includes General Meetings.**
- 2. Rules around capacity at the venue and changes in health and safety requirements may mean shareholders cannot ultimately attend the meeting, although at the time of writing there are no legal restrictions on gatherings (including General Meetings) in England.**
- 3. Despite these developments, we nonetheless sympathise that shareholders may not feel comfortable attending the physical General Meeting that is being proposed. Therefore, while we encourage you to attend the physical meeting if you are able and willing to do so, you can complete this Form of Proxy to appoint the Chair of the meeting as your proxy if you would prefer not to attend.**
- 4. Given the constantly evolving nature of the situation, we want to ensure that we are able to adapt these arrangements efficiently to respond to changes in circumstances. On this basis, should the situation change such that we consider that it is no longer possible for shareholders to attend the meeting, we will adopt contingency plans and notify shareholders of the change via an RIS announcement as early as is possible before the date of the meeting. Any updates to the position will also be included on our website at www.escapehunt.com/investors/. Should we have to change the arrangements in this way, it is likely that we will not be in a position to accommodate shareholders beyond the minimum required to hold a quorate meeting, which will be achieved through the attendance of employee shareholders.**
- 5. If tighter restrictions are introduced by the UK Government due to a change in the situation with the Covid-19 pandemic resulting in shareholders no longer being able to attend the physical meeting or resulting in uncertainty as to whether shareholders can attend in person, in such circumstances we would encourage all shareholders to complete and return this Form of Proxy appointing the Chair of the meetings as their proxy. This will ensure that your vote is counted even if attendance at the meeting is restricted or you or any other proxy you might appoint are unable to attend in person.**
- 6. The return of a completed proxy form will not prevent a member attending the General Meeting and voting in person if the member wishes to do so, and attending the General Meeting in person is currently permitted under prevailing UK legislation.**
- 7. A Shareholder can appoint anyone to be his/her proxy at the meeting. A proxy need not be a Shareholder. A proxy can only exercise a Shareholder's voting rights if they attend the meeting. More than one proxy can be appointed in relation to the meeting provided that each proxy is appointed to exercise the rights attached to a different ordinary share or shares held by that Shareholder. **Shareholders are encouraged to appoint the Chair to be his/her proxy at the meeting to ensure that your vote is counted even if attendance at the meeting is restricted or you or any other proxy you might appoint are unable to attend in person.** If, notwithstanding this position, you intend to appoint a person other than the Chairman as your proxy you should, delete the words "the Chair of the meeting or", insert the full name of the proxy or proxies you wish to appoint and initial the alteration.**
- 8. If you are appointing more than one proxy you must indicate the number of shares in respect of which you are making this appointment, you should include the number in the box provided for your first named proxy and either obtain (an) additional proxy form(s) from the Company's Registrars on 0371 384 2050, non-UK callers should dial +44 371 384 2050 (lines are open Monday to Friday 8.30 a.m. to 5.30 p.m.) or you may photocopy this form. Please return all the forms together and tick the box to indicate each form is one of multiple instructions being given. Please take care when completing the number of shares; if the total number of shares exceeds the total held by the member, all appointments may be invalid.**
- 9. In the case of a corporation, this form of proxy must be executed under its common seal or under the hand of an officer or attorney duly authorised in writing. In the case of an individual, the form of proxy must be signed by the individual or his attorney.**
- 10. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority shall be determined by the order in which the names stand in the register of members.**
- 11. If you want your proxy to vote in a certain way on the resolutions, please insert "X" in the relevant box.**
- 12. The "vote withheld" option is provided to enable you to abstain on any particular resolution. However, it should be noted that a "vote withheld" is not a vote in law and will not be counted in the calculation of the proportion of votes "For" and "Against" a resolution.**
- 13. If this form of proxy is returned duly signed but without any indication as to how the person appointed as your proxy should vote, he will exercise his discretion as to how he votes and whether or not he abstains from voting. Your proxy can also do this on any other resolution that is put to the meeting.**
- 14. To be effective, this form of proxy, duly executed together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy thereof) must be lodged at the Company's Registrars not less than 48 hours (excluding any part of a day which is a non-working day) before the time appointed for the holding of the meeting or adjourned meeting.**
- 15. Any alterations made in this form of proxy should be initialled.**
- 16. The right of members to vote at the General Meeting is determined by reference to the register of members. As permitted by Regulation 41 of the Uncertificated Securities Regulations 2001, shareholders (including those who hold shares in uncertificated form) must be entered on the Company's share register at 6:30 p.m. on 18 November 2021 in order to be entitled to attend and vote at the meeting. Such shareholders may only cast votes in respect of shares held at such time. Changes to entries on the relevant register after that time shall be disregarded in determining the rights of any person to attend or vote at the meeting.**
- 17. If two or more valid forms of proxy are delivered in respect of the same share, the one which was delivered last (regardless of its date or the date of its execution) will be valid.**
- 18. All enquiries concerning this form of proxy should be directed to the Company's Registrars, Equiniti Limited at Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA or on 0371 384 2050, non-UK callers should dial +44 371 384 2050 (lines are open Monday to Friday 8:30am to 5:30pm).**