

# Form of Proxy

The Brighton Pier Group PLC (the "Company")  
(Registered number 08687172)

**Annual General Meeting to be held at 11.00 a.m. on Wednesday 15 December 2021, at Horatio's Bar, Brighton Palace Pier, Madeira Drive, Brighton, BN2 1TW.**

I/We, the undersigned, being a member/members of The Brighton Pier Group PLC, appoint the Chairman of the meeting or

as my/our Proxy to exercise all or any of my/our rights to attend, speak and vote on my/our behalf at the Annual General Meeting of the Company to be held on Wednesday 15 December 2021, at Horatio's Bar, Brighton Palace Pier, Madeira Drive, Brighton, BN2 1TW and at any adjournment of it.

I/We instruct my/our Proxy to vote on a show of hands or on a poll in the manner shown below on each such resolution.

Please tick here if this Proxy appointment is one of multiple appointments:

Number of shares in respect of which the Proxy is appointed:

Please indicate your vote by marking the appropriate boxes in black or blue ink like this:

## Resolutions

	For	Against	Vote Withheld
1. To receive the Director's Annual Report and Accounts for the 52 week period ended 27 June 2021	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To approve the Directors' Remuneration Report in the form set out on page 40 of the Company's Annual Report and Accounts or the 52 week period ended 27 June 2021	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To re-elect Luke Johnson as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Paul Viner as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-appoint BDO LLP as auditors, to hold office from the conclusion of the meeting to the conclusion of the next meeting at which the Accounts are to be laid	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To authorise the Audit Committee of the Board of Directors to agree the auditors' remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Authority to allot shares up to a nominal value of £3,107,190	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To disapply pre-emption rights up to an aggregate nominal amount of £932,157, to expire on the earlier of 31 December 2022 or at the next AGM (special resolution)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. To authorise a buyback authority of up to 3,169,344 Ordinary Shares equal to approximately 8.5% of the Company's issued ordinary share capital	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

This card should not be used for any comments, change of address or other queries. Please send separate instruction.

## Name of member

Signature

Date

## Notes for the completion of Proxy Form

1. Your participation is important to us and I would encourage you to vote ahead of the AGM, by completing and returning the accompanying prepaid proxy form to the Company's registrars, so as to be received as soon as possible and in any event no later than 11.00 a.m. on Monday 13 December 2021, being 48 hours before the time of the AGM.
2. As proxies and shareholders will not be allowed to attend the AGM this year given the current circumstances, appointing the chairman of the meeting as your proxy will ensure your vote is counted. Appointment of any other person as your proxy would result in your votes not being cast, as third-party proxies will not be permitted entry to the AGM, unless there is a change to the arrangements outlined in this document. Please remember that you may not attend and vote in person at the AGM and so it is essential that you return your proxy form either by post so that it is received no later than 11.00 a.m. on Monday 13 December 2021.
3. Unless you give specific instructions on how to vote on a particular resolution, your Proxy may vote as he or she thinks fit on any motion to amend a resolution or to adjourn the meeting, or any other resolution, motion or vote proposed at the meeting.
4. 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 the votes "For" and "Against" a resolution.
5. To be valid, this Proxy, together with any power of attorney under which it is signed or a duly certified copy thereof, should reach the office of the Company's Registrar, Equiniti Limited at Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA, by 11.00 a.m. on Monday 13 December 2021. Please return the Proxy Form, free of charge, to FREEPOST RTHJ-CLLL-KBKU, Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA. Outside the UK, the appropriate postage must be paid.
6. **Proxy appointment and instructions, however submitted, must be received by Equiniti Limited by 11.00 a.m. on Monday 13 December 2021.**
7. If the member is a corporation, the Proxy should be given under the common seal or under the hand of an officer or attorney duly authorised in writing.
8. In the case of joint holders, any joint holder may sign this Proxy Form, but the vote of the person whose name appears first in the register of members in respect of the holding or his Proxy will be accepted to the exclusion of the votes of other joint holders or their proxies.
9. Any amendments to this Proxy Form must be initialled.
10. All enquiries concerning this form should be directed to the Company's Registrars, Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA.
11. CREST members wishing to appoint a proxy or to give an instruction to a proxy (whether previously appointed or otherwise) via the CREST system must ensure that, in order for such CREST Proxy Instruction to be effective, it is received by the Company's agent, Equiniti (ID number RA19), no later than **11.00 a.m. on Monday 13 December 2021**, or no later than 48 hours (excluding non-working days) before any adjournment of the meeting, together with any power of attorney or other authority under which it is sent. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp generated by the CREST system) from which Equiniti is able to retrieve the message. The Company may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001. For further information relating to the CREST proxy system, please refer to the CREST manual and the notes to the Notice of Annual General Meeting.