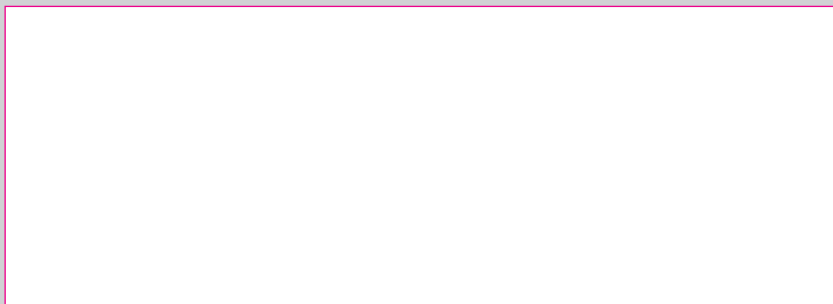


# DWF Group plc (the "Company") – GENERAL MEETING



The General Meeting of the Company is to be held at Stifel Nicolaus Europe Limited, 4th Floor, 150 Cheapside, London, United Kingdom, EC2V 6ET on 12 September 2023 at 11.15 a.m. (or as soon thereafter as the preceding Other Shareholder Court Meeting convened for 11.00 a.m. has concluded or been adjourned).

As your shares in DWF are held on your behalf by Equiniti Corporate Nominees Limited being the corporate nominee for the DWF Nominee Share Service (the "Nominee"), you can instruct the Nominee to vote on your behalf by completing the attached form of direction.

## General Meeting of DWF Group plc: Form of Direction

12 September 2023 at 11.15 a.m. (or as soon thereafter as the preceding Other Shareholder Court Meeting convened for 11.00 a.m. has concluded or been adjourned)

### Notice of Availability – important, please read carefully.

You can now access the scheme document dated 15 August 2023 (the "Scheme Document") (which includes at Part 14 the Notice of General Meeting) at <https://dwfgroup.com/en/investors/offer-for-dwf-group-plc>.

### How to vote at the General Meeting

Please read the accompanying guidance notes carefully before completing this Form of Direction. You can vote by completing the Form of Direction. This Form of Direction should be detached and returned to the Company's Registrar, Equiniti, by 11.15 a.m. on 7 September 2023. Please return the Form of Direction to Equiniti Limited in the enclosed envelope with the yellow coloured flash (if you are posting from the United Kingdom). No postage is required if you are posting the enclosed envelope from the United Kingdom. Alternatively, a scanned copy of your completed Form of Direction can be e-mailed to proxyvotes@equiniti.com. If the form is posted from outside of the United Kingdom, you should return it in an envelope, with the postage paid, to Equiniti at Corporate Actions, Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA.

Please detach this portion before posting this Form of Direction.



## FORM OF DIRECTION

### DWF Group plc (the "Company") – GENERAL MEETING

I/We instruct Equiniti Corporate Nominees Limited (the "Nominee") to vote in respect of my/our full voting entitlements on my/our behalf at the General Meeting to be held on Tuesday 12 September 2023 at 11.15 am and at any adjournment thereof. I/We would like the Nominee to vote on the special resolution proposed at the meeting as indicated below:

If you wish to vote in favour of the Special Resolution set out below, please indicate with an 'X' in the box marked "FOR" below. If you wish to vote against the Special Resolution, please indicate with an 'X' in the box marked "AGAINST" below. If you wish to withhold your vote in respect of the Special Resolution, please indicate with an 'X' in the box marked "VOTE WITHHELD" below. Only insert an 'X' in one box. If you do not insert an 'X' at all, Equiniti Corporate Nominees Limited will not vote your shares. If you insert an 'X' in more than one box, then this Form of Direction will be invalid.

#### Special Resolution

To give effect to the Scheme, including but not limited to, authorising the directors of the Company (or a duly authorised committee of the directors) to take all such action as they may consider necessary or appropriate to ensure the Scheme becomes Effective, and to approve the amendments to the articles of association of the Company, as set out in the Notice of General Meeting contained in Part 14 of the Scheme Document.

For	Against	Vote Withheld
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

#### Shareholder Reference Number:

Signature of DWF Shareholder or duly authorised attorney or, for a corporate shareholder, seal or signature of an authorised officer, attorney or other person

Signature:

Date:

Kindly note: In addition to completing this GREY Form of Direction for the General Meeting, please also complete and return the RED Form of Direction enclosed for the Court Meetings. Please read the attached Notes before completing this Form of Direction. You are strongly encouraged to complete, sign, and return both Forms of Direction in accordance with the instructions set out above and overleaf, as soon as possible.



## Notes on Form of Direction

1. Full details of the Special Resolution to be proposed at the General Meeting, with explanatory notes, are set out in the Notice of General Meeting which is set out in Part 14 of the Scheme Document. Before completing this Form of Direction, please also read the section entitled "Action to be taken" in the Scheme Document. Terms defined in the Scheme Document shall apply in this Form of Direction unless the context otherwise requires.  

As you are a member of the DWF Group plc Corporate Sponsored Nominee, you can instruct the Nominee how to vote at the General Meeting by completing this Form of Direction and returning by post. If you do not give the Nominee any instructions, the Nominee will not vote on your behalf.
2. To be valid, the Form of Direction and the power of attorney or other authority (if any) under which it is signed and dated must be received by Equiniti by 11.15 a.m. on 7 September 2023 (or, in the case of any adjournment, not later than 72 hours before the time fixed for the adjourned General Meeting, excluding any part of such 72-hour period falling on a day that is not a working day). If the Form of Direction is not received by this date, it will be invalid.
3. The "Vote Withheld" option is provided to enable a shareholder to withhold their vote on the Special Resolution. 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" or "Against" the Special Resolution.
4. If you have any questions relating to the completion and return of this Form of Direction, please call the Shareholder Helpline on +44 (0)371 384 2946. Lines are open from 8.30 a.m. to 5.30 p.m. (London time) Monday to Friday (except English and Welsh public holidays). Calls are charged at the standard geographical rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Please note that calls are recorded for security and training purposes and the Shareholder Helpline operators cannot provide advice on the merits of the Scheme, nor give financial, tax, investment, or legal advice.
5. In the case of a corporate DWF Shareholder, the voting instruction must be under seal or signed by a duly authorised officer, attorney or other person.
6. In the case of joint holdings, the vote of the first named in the register of members of the Company will be accepted to the exclusion of the votes of other joint holders.
7. Any alterations to this Form of Direction should be initialled by the person who signed it.
8. Please return the Form of Direction to Equiniti Limited in the enclosed envelope with the yellow coloured flash (if you are posting from the United Kingdom). No postage is required if you are posting the enclosed envelope from the United Kingdom. Alternatively, a scanned copy of your completed Form of Direction can be e-mailed to proxyvotes@equiniti.com. If the form is posted from outside of the United Kingdom, you should return it in an envelope, with the postage paid, to Equiniti at Corporate Actions, Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA.
9. Entitlement to attend and vote at the General Meeting or any adjournment of it and the number of votes which may be cast at the General Meeting shall be determined by reference to the register of members of the Company at 6.30 p.m. (London time) on 7 September 2023 or, if the General Meeting is adjourned, 6.30 p.m. (London time) on the day which is 72 hours before the General Meeting (excluding any part of such 72-hour period falling on a day that is not a working day). In each case, changes to the register of members of the Company after such time shall be disregarded.
10. Any electronic communication sent to the Company's Registrar in respect of your voting instruction that is found to contain a computer virus will not be accepted.
11. All references to times in this Form of Direction are to London time, unless otherwise stated.