**UNIPART GROUP OF COMPANIES LIMITED (the “Company”)**

**FORM OF PROXY FOR GENERAL MEETING**

**(REGISTERED IN ENGLAND & WALES NO. 01994997)**

Before completing this form of proxy, please read the notice of general meeting dated 31 July 2025 (the “Notice”) and the notes to it.

FOR USE BY ORDINARY SHAREHOLDERS AT THE GENERAL MEETING

TO BE HELD ON Tuesday 9 September 2025 at 1pm at Unipart House, Garsington Road, Cowley, Oxford OX4 2PG (the “General Meeting”).

**Name of shareholder:** [Insert Name]

**Shareholder reference number:** [Insert reference number]

Please complete this box only if you wish to appoint a third-party proxy other than the Chairman.

DO NOT INSERT your own name(s)

**Proxy name** (leave blank if appointing the Chair)

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I/We hereby appoint the Chairman of the Meeting OR the person indicated in the box above as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement on my/our behalf at the General Meeting and at any adjourned meeting.

For the appointment of more than one proxy please refer to Explanatory Notes 2 and 3 of the Notice and Note 2 to this form of proxy.

Please mark here to indicate that this proxy appointment is one of multiple appointments being made:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| **Ordinary Resolution** |  |  | |  |  |  |
| THAT for the purpose of Article 78 of the Company’s articles of association, the minimum number of directors that must perform full-time executive duties for the Company or any of its subsidiaries be  reduced from three to two. | **For** | |  | **Against** |  | **Vote Withheld** |

**Please use a black pen to mark an “X” inside one of the boxes to indicate how you wish to vote.**

I/We instruct my/our proxy to vote on the above resolution as I/we have indicated by marking the appropriate box with an “X”. If no indication is given, my/our proxy will vote or abstain from voting at their discretion. I/We authorise my/our proxy to vote or abstain from voting as they think fit in relation to any other matter which is properly put before the General Meeting.

|  |  |  |
| --- | --- | --- |
| Signature(s) of Shareholder |  | Date |
|  |  |  |

**Notes**

1. If you wish to appoint a proxy other than the Chairman of the meeting insert the name in the space provided (see reverse). A proxy need not be a member of the Company. The completion and return of this form shall not preclude a shareholder from attending and voting in person.
2. You may, if you wish, appoint more than one proxy, but each must be appointed in respect of a specified number of shares within your holding. If you wish to do this, each proxy must be appointed by means of a separate form. Additional forms may be obtained from the registrars by telephoning the Company’s Registrars on +44 (0)371 384 2030. Alternatively, you may photocopy this form   
     
   the required number of times before completing it. If your 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 (see reverse) the number of shares in relation to which they are authorised to act as your proxy. If you fail to do so, the appointment will be rejected as invalid. You must also tick the box on each form to indicate it is one of more than one appointment in respect of your holding. All the forms should be returned in the same envelope. If you are only appointing one proxy, you can cross out all reference to the number of shares or leave the blank for the number of shares, in which case the appointment will be taken for your full holding. The Forms of Proxy should be returned in the same envelope and each should indicate whether it is one, or more than one, appointment being made.
3. To be valid, this Form of Proxy should be completed, signed and delivered (together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority) to the Company’s registrars Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA, to be received not later than 5 September 2025 at 1pm, or in the case of any adjourned meeting, not less than 48 hours before the time appointed for holding the adjourned meeting. Alternatively, you can scan your proxy form to [ProxyVotes@equiniti.com](mailto:ProxyVotes@equiniti.com).
4. In the case of joint holders, the signature of any one holder will be sufficient but the names of all the joint holders should be stated. 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. For this purpose, seniority is determined by the order in which the names stand in the register of members in respect of the joint holding.
5. A “vote withheld” is not a vote in law and will not be counted in the calculation of the votes for or against a resolution.
6. Any alterations to this form should be initialled.
7. The return of the form of proxy will not prevent you from attending the General Meeting and voting in person, should you wish.