

**SMARTSPACE SOFTWARE PLC**  
(company number 05332126) (the "Company")

**PROXY FORM**

**ANNUAL GENERAL MEETING 2022**

You can register your vote(s) online for the meeting at [www.shareregistrars.uk.com](http://www.shareregistrars.uk.com). Click on the "Proxy Vote" button and then follow the on-screen instructions. Please note that you must submit your vote by 09:00 a.m. on 3 July 2022. There is no need to return this form if you have voted online.

**Before completing this form, please read the explanatory notes below**

I/We ..... the ..... undersigned .....of ..... being the holder(s) of ordinary shares of 10 pence each in the capital of the Company hereby appoint the Chairman of the Annual General Meeting or (see Note 1 overleaf)

..... as my/our proxy to attend, speak and vote in respect of all /.....ordinary shares (see Note 4 overleaf) held by me/us on my/our behalf at the Annual General Meeting of the Company to be held at the offices of Singer Capital Markets, 1 Bartholomew Lane, London EC2N 2AX at 09.00 a.m. on 5 July 2022 and at any adjournment of the meeting.

I/We direct that my/our proxy to vote on the following resolutions 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 his or her discretion and I/we authorise my/our proxy to vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.

	For	Against	Vote withheld
<b>ORDINARY BUSINESS</b>			
1. To adopt the Company's accounts for the financial year ended 31 January 2022	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To re-elect Guy van Zwanenberg as a director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To re-elect Frank Beechinor-Collins as a director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Kristian Shaw as a director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Philip Wood as a director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-appoint RSM UK Audit LLP as auditors of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To authorise the directors to determine the remuneration of the auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>SPECIAL BUSINESS</b>			
8. To authorise the directors to allot ordinary shares in the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. To dis-apply statutory pre-emption on the allotment of ordinary shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To dis-apply statutory pre-emption on the allotment of ordinary shares pursuant to financing acquisitions	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To authorise the directors to make market purchases of ordinary shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signature: .....

Dated: ..... 2022

Please tick here if this proxy appointment is one of multiple appointments being made:  
For the appointment of more than one proxy, please refer to Note 4 overleaf.

## Notes to the proxy form:

1. As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
2. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
3. A proxy does not need to be a member of the Company but must attend the meeting to represent you. To appoint as your proxy a person other than the Chairman of the meeting, delete the words "the Chairman of the Meeting or" and insert the full name of the proxy preferred and initial the alteration. If you fail to initial the alteration, or if you sign and return this proxy form without a name inserted for the proxy, the Chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you will be responsible for ensuring that they attend the meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give them the relevant instructions directly.
4. 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.
5. To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. To abstain from voting on a resolution, select the relevant "Vote withheld" box. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
6. To appoint a proxy using this form, the form must be:
  - completed and signed;
  - sent or delivered to Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX; and
  - received by Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX no later than 09:00 a.m. on 3 July 2022.
7. Alternatively, you can vote on-line by logging on to [www.shareregistrars.uk.com](http://www.shareregistrars.uk.com), clicking on the "Proxy Vote" button and then following the on-screen instructions (you can locate your user name and access code on the top of this proxy form).
8. In the case of a member who is an individual, this proxy form must be executed by the individual or his attorney.
9. In the case of a member which is a company, this proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
10. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
11. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).
12. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
13. For details of how to change your proxy instructions or revoke your proxy appointment see the notes to the notice of the meeting.
14. CREST members who wish to appoint a proxy or proxies by using the CREST electronic appointment service should refer to the notes to the notice of the meeting.