

FORM OF PROXY**ELECTRA PRIVATE EQUITY PLC GENERAL MEETING TO BE HELD ON 30 DECEMBER 2021 AT 11.00 AM**

Voting ID

Task ID

Shareholder Reference Number

Voting Instructions for the General Meeting

Please refer to notes on reverse.

I/We being (a) member(s) of Electra Private Equity PLC hereby appoint the Chairman of the General Meeting, or failing him/her (see note 2 on reverse)

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as my/our proxy to exercise all or any of my/our rights to attend and to speak and to vote for me/us and on my/our behalf at the General Meeting of the Company to be held at 11.00 am on 30 December 2021 and at any adjournment thereof. I/We appoint my/our proxy to attend, speak and vote in respect of the resolutions to be proposed at that General Meeting in the manner indicated below.

Signature (Please sign in the box below)

Date

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Please insert 'X' in this box and sign above if you intend to be present at the General Meeting to be held on 30 December 2021.

Please insert 'X' in this box if this proxy appointment is one of multiple appointments being made (see note 3 on reverse)

Please return this Form of Proxy to Equiniti Limited, Aspect House, Spencer Road, Lancing, BN99 6DA (please tear at the dotted line so that you may retain your attendance card). Please ensure your Form of Proxy is received no later than 11.00 am on 24 December 2021. UK Shareholders may return this Form of Proxy to Equiniti Limited using the pre-paid envelope provided.

The manner in which the proxy is to vote must be indicated by inserting 'X' in the spaces provided. Where no 'X' is inserted, the proxy will vote or abstain at his discretion. Alternatively, members may submit their proxies electronically at www.sharevote.co.uk. For more details, see note 9 of this Form of Proxy.

Special Resolution

1. THAT the Delisting and application for Admission, be approved.

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

Ordinary Resolutions

2. THAT the Ian Watson MIP Settlement be approved.
3. THAT with effect from Admission, the rules of the Unbound Group PLC 2021 LTIP be approved and the Unbound Group PLC 2021 LTIP be established.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

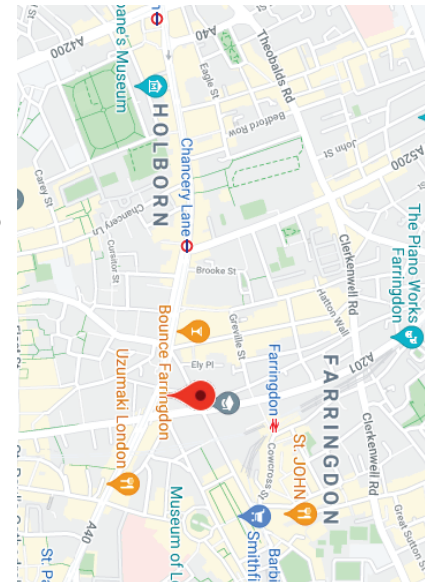
Special Resolution

4. THAT the New Articles of Association be adopted with effect from Admission.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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If you are attending the General Meeting please bring this card with you and present it at registration, where it will be exchanged for a voting card.

For security reasons you may be asked for ID on arrival. This may be in the form of photographic ID or a bankcard. If you do not have suitable ID, the host or organiser will be asked to approve your attendance.

**ATTENDANCE CARD**

Electra Private Equity PLC General Meeting to be held on 30 December 2021 at 11.00 am at the offices of Hogan Lovells International LLP, Atlantic House, 50 Holborn Viaduct, London, EC1A 2FG.

Notes

- 1 The completion and return of this form of proxy will not preclude members from attending and voting at the General Meeting in person should they subsequently decide to do so subject to being on the Register of Members of the Company as at 6.30 pm on 24 December 2021.
- 2 If any other proxy is preferred, insert that person's name in the space provided in substitution for the reference to "the Chairman of the Meeting" (and delete that reference) and initial the alteration. Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder, as the member's proxy to exercise all or any of the member's rights to attend, speak and vote on their behalf at the General Meeting. If the proxy is being appointed in relation to less than your full voting entitlement, please enter into the box next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement (or, if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account).
- 3 To appoint more than one proxy, (an) additional proxy form(s) may be obtained by contacting the Company's Registrar, Equiniti Limited, on the Registrar's helpline* 0371 384 2351 (if calling from overseas, the helpline number is +44 (0)121 415 7047) or you may photocopy this form. Please indicate in the box next to the proxy holder's name on the front of this form the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in one envelope.
- 4 The proxy will exercise his or her discretion as to how he or she votes or whether he or she abstains from voting: (i) on a resolution referred to on the front page of this form if no instruction is given in respect of that resolution; and (ii) on any business or resolution considered at the General Meeting other than a resolution referred to above.
- 5 CREST Members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST Manual. For further details, please refer to the Notice of Meeting.
- 6 In the case of joint holders, the vote of the senior who tenders a vote whether in person or by proxy shall 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.
- 7 In the case of a corporation, the form must be executed either under its Common Seal or under the hand of a duly authorised officer or attorney or other person duly authorised by the corporation.
- 8 To be effective, this form of proxy and any power(s) of attorney or other authority under which it is executed (or a duly certified copy of such power of attorney or other authority) must reach the Company's Registrar by 11.00 am on 24 December 2021 or 48 hours (excluding non-working days) before the time fixed for any adjourned meeting or (in the case of a poll taken otherwise than at or on the same day as the General Meeting or adjourned meeting) for the taking of the poll at which it is to be used.
- 9 Members may submit their proxies electronically at www.sharevote.co.uk using the Voting ID, Task ID and Shareholder Reference Number given on this form. For full instructions on how to vote electronically, please refer to the Notice of Meeting.
- 10 All corrections must be initialled.
- 11 The 'Withheld' option on this form of proxy is provided to enable shareholders to abstain on any particular resolution. 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 the relevant resolution.

* Lines open 8.30 am to 5.30 pm, Monday to Friday